

## AMENDMENT

Subject matter to be added is in bold and underlined.

Subject matter to be deleted is in bold and strikethrough.

### In the Claims:

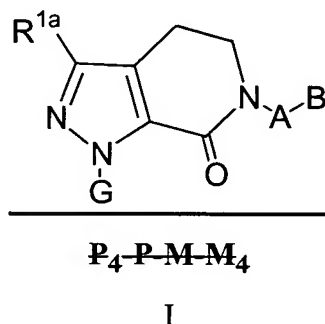
Please enter rewritten claims 1-8 and new claims 22-28 as follows.

Please withdraw 18-20 and cancel claims 9-16 and 21 without prejudice or disclaimer.

This listing of claims will replace all prior versions and listings of claims in the application.

### Listing of Claims:

1. (Currently Amended) A compound of Formula I:



or a stereoisomer or pharmaceutically acceptable salt thereof, wherein;

~~M is a 3-10 membered carbocycle or a 4-10 membered heterocycle, consisting of: carbon atoms and 1-3 heteroatoms selected from O, S(O)<sub>p</sub>, N, and NZ<sup>2</sup>;~~

~~ring M is substituted with 0-3 R<sup>1a</sup> and 0-2 carbonyl groups, and there are 0-3 ring double bonds;~~

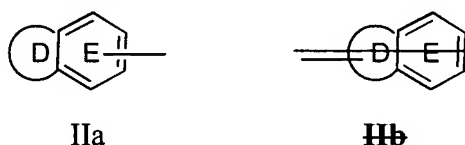
~~P is fused onto ring M and is a 5, 6, or 7 membered carbocycle or a 5, 6, or 7 membered heterocycle, consisting of: carbon atoms and 1-3 heteroatoms selected from O, S(O)<sub>p</sub>, and N;~~

~~ring P is substituted with 0-3 R<sup>1a</sup> and 0-2 carbonyl groups, and there are 0-3 ring double bonds;~~

~~alternatively, ring P is absent and P<sub>4</sub> is directly attached to ring M, provided that when ring P is absent, P<sub>4</sub> and M<sub>4</sub> are attached to the 1,2, 1,3, or 1,4 positions of ring M;~~

~~one of P<sub>4</sub> and M<sub>4</sub> is Z-A-B and the other G<sub>1</sub>-G;~~

G is a group of formula IIa ~~or Hb~~:



~~ring D, including the two atoms of Ring E to which it is attached, is a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;~~

~~ring D is substituted with 0-2 R and there are 0-3 ring double bonds;~~

~~E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, and is substituted with 1-3 R;~~

~~alternatively, ring D is absent and ring E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, pyridazinyl, pyrrolyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, triazolyl, thienyl, and thiazolyl, and ring E is substituted with 1-3 R;~~

~~alternatively, ring D is absent and ring E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, pyridazinyl, pyrrolyl, pyrazolyl, imidazolyl, isoxazolyl, oxazolyl, triazolyl, thienyl, and thiazolyl, and ring E is substituted with 1 R and with a 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>, wherein the 5-6 membered heterocycle is substituted with 0-2 carbonyls and 1-2 R and there are 0-3 ring double bonds;~~

R is selected from H, C<sub>1-4</sub>-alkyl, F, Cl, Br, I, OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, OCH(CH<sub>3</sub>)<sub>2</sub>, and OCH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CN, NH<sub>2</sub>, NH(C<sub>1-3</sub>-alkyl), N(C<sub>1-3</sub>-alkyl)<sub>2</sub>, C(=NH)NH<sub>2</sub>, CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>NH(C<sub>1-3</sub>-alkyl), CH<sub>2</sub>N(C<sub>1-3</sub>-alkyl)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>NH(C<sub>1-3</sub>-alkyl), CH<sub>2</sub>CH<sub>2</sub>N(C<sub>1-3</sub>-alkyl)<sub>2</sub>, C(=NR<sup>8</sup>)NR<sup>7</sup>R<sup>9</sup>, NHC(=NR<sup>8</sup>)NR<sup>7</sup>R<sup>9</sup>, ONHC(=NR<sup>8</sup>)NR<sup>7</sup>R<sup>9</sup>, NR<sup>8</sup>CH(=NR<sup>7</sup>), (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>C(O)H, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>C(O)R<sup>2c</sup>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>NR<sup>7</sup>R<sup>8</sup>,

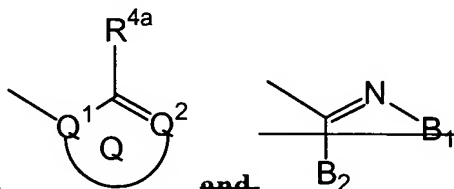
$(\text{CR}^8\text{R}^9)_t\text{C}(\text{O})\text{NR}^7\text{R}^8$ ,  $(\text{CR}^8\text{R}^9)_t\text{NR}^7\text{C}(\text{O})\text{R}^7$ ,  $(\text{CR}^8\text{R}^9)_t\text{OR}^3$ ,  $(\text{CR}^8\text{R}^9)_t\text{S}(\text{O})_p\text{NR}^7\text{R}^8$ ,  
 $(\text{CR}^8\text{R}^9)_t\text{NR}^7\text{S}(\text{O})_p\text{R}^7$ ,  $(\text{CR}^8\text{R}^9)_t\text{SR}^3$ ,  $(\text{CR}^8\text{R}^9)_t\text{S}(\text{O})\text{R}^3$ ,  $(\text{CR}^8\text{R}^9)_t\text{S}(\text{O})_2\text{R}^3$ , and  $\text{OCF}_3$ ;

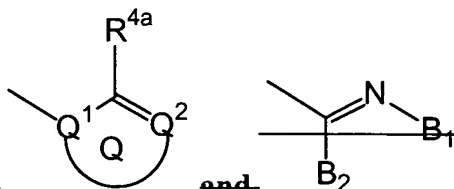
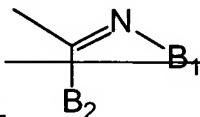
~~alternatively, when 2 R groups are attached to adjacent atoms, they combine to form methylenedioxy or ethylenedioxy;~~

A is phenyl; ~~selected from:~~

~~$\text{C}_{3-10}$  carbocycle substituted with 0-2  $\text{R}^4$ ; and~~

~~5-12 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^4$ ;~~



B is ~~selected from~~  ~~and~~  ; provided that Z and B are attached to different atoms on A and that the  $\text{R}^{4a}$  shown is other than OH;

$\text{Q}^1$  and  $\text{Q}^2$  are each N;

alternatively, one of  $\text{Q}^1$  and  $\text{Q}^2$  is  $\text{CR}^3$  and  $\text{R}^{4a}$  is  $\text{NR}^2\text{R}^{2a}$  or  $\text{NR}^{3a}\text{B}_1$ , provided that when one of  $\text{Q}^1$  and  $\text{Q}^2$  is  $\text{CR}^3$ , then this  $\text{R}^3$  group optionally forms a ring with the  $\text{R}^2$  group of  $\text{R}^{4a}$ , this ring is a 5-6 membered ring consisting of, in addition to the C-C-N shown, carbon atoms and from 0-1 additional heteroatoms selected from N, O, and  $\text{S}(\text{O})_p$ , and this ring is substituted with 0-1  $\text{R}^5$ ;

ring Q is a 5-8 membered ring consisting of, in addition to the  $\text{Q}^1\text{-CR}^{4a}=\text{Q}^2$  group shown, carbon atoms and 0-2 heteroatoms selected from N, O, and  $\text{S}(\text{O})_p$ , and the ring is substituted with an additional 0-2  $\text{R}^{4a}$ ;

$\text{B}_1$  is selected from  $\text{SO}_2\text{R}^{3b}$ ,  $\text{C}(\text{O})\text{R}^{3b}$ ,  $\text{SO}_2\text{NR}^3\text{R}^{3b}$ ,  $\text{C}(\text{O})\text{NR}^3\text{R}^{3b}$ ,  $\text{OR}^2$ ,  $\text{SR}^2$ , -CN, and  $\text{NO}_2$ ;

~~$\text{B}_2$  is  $\text{NR}^2\text{R}^{2d}$  or  $\text{CR}^3\text{R}^2\text{R}^{2d}$ ;~~

~~alternatively,  $\text{CR}^3\text{R}^2\text{R}^{2d}$  forms a 5-8 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and  $\text{S}(\text{O})_p$ , and this ring is substituted with 0-2  $\text{R}^{4b}$ ;~~

~~alternatively, NR<sup>2</sup>R<sup>2d</sup> forms a 5-8 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup>;~~

~~alternatively, when B<sub>1</sub> is SO<sub>2</sub>R<sup>3b</sup> and B<sub>2</sub> is NR<sup>2</sup>R<sup>2d</sup>, R<sup>3b</sup> and R<sup>2d</sup> combine to form a 5-8 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup>;~~

~~alternatively, when B<sub>1</sub> is C(O)R<sup>3b</sup> and B<sub>2</sub> is NR<sup>2</sup>R<sup>2d</sup>, R<sup>3b</sup> and R<sup>2d</sup> combine to form a 5-8 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup>;~~

~~alternatively, when B<sub>2</sub> is NR<sup>2</sup>R<sup>2d</sup>, B<sub>1</sub> and R<sup>2d</sup> combine to form a 5-8 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup> and the R<sup>2</sup> group of NR<sup>2</sup>R<sup>2d</sup>, in addition to the groups recited below, is selected from SO<sub>2</sub>R<sup>3b</sup>, C(O)R<sup>3b</sup>, and CN;~~

~~G<sub>1</sub> is absent or is selected from (CR<sup>3</sup>R<sup>3a</sup>)<sub>1-5</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>0-2</sub>CR<sup>3</sup>=CR<sup>3</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>0-2</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>0-2</sub>C≡C(CR<sup>3</sup>R<sup>3a</sup>)<sub>0-2</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)O(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>OC(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>O(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>OC(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>C(O)O(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>C(S)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(O)<sub>2</sub>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>S(O)<sub>2</sub>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(O)<sub>2</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>S(O)<sub>2</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3e</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>~~

~~(CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(O)NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>C(O)NR<sup>3b</sup>S(O)<sub>2</sub>(CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, and (CR<sup>3</sup>R<sup>3a</sup>)<sub>u</sub>S(O)<sub>2</sub>NR<sup>3b</sup>C(O)NR<sup>3b</sup>CR<sup>3</sup>R<sup>3a</sup>)<sub>w</sub>, wherein u+w or u+u+w total 0, 1, 2, 3, or 4, and the right side of G<sub>1</sub> is attached to G, provided that G<sub>1</sub> does not form a N-S, NCH<sub>2</sub>N, NCH<sub>2</sub>O, or NCH<sub>2</sub>S bond with either group to which it is attached;~~

~~Z is selected from a bond, (CR<sup>3</sup>R<sup>3e</sup>)<sub>1-4</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>O(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)O(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>OC(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>OC(O)O(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>OC(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>C(O)O(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>S(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>S(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>S(O)<sub>2</sub>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>SO<sub>2</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>SO<sub>2</sub>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>S(O)NR<sup>3b</sup>C(O)(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>C(O)NR<sup>3b</sup>S(O)<sub>2</sub>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, and (CR<sup>3</sup>R<sup>3e</sup>)<sub>q</sub>NR<sup>3b</sup>SO<sub>2</sub>NR<sup>3b</sup>(CR<sup>3</sup>R<sup>3e</sup>)<sub>q1</sub>, wherein q+q1 or q+q+q1 total 0, 1, 2, 3, or 4, and the right side of Z is attached to A, provided that Z does not form a N-S, NCH<sub>2</sub>N, NCH<sub>2</sub>O, or NCH<sub>2</sub>S bond with either group to which it is attached;~~

~~Z<sup>2</sup> is selected from H, S(O)<sub>2</sub>NHR<sup>3b</sup>, C(O)R<sup>3b</sup>, C(O)NHR<sup>3b</sup>, C(O)OR<sup>3f</sup>, S(O)R<sup>3f</sup>, S(O)<sub>2</sub>R<sup>3f</sup>, C<sub>1-6</sub>-alkyl substituted with 0-2 R<sup>1a</sup>, C<sub>2-6</sub>-alkenyl substituted with 0-2 R<sup>1a</sup>, C<sub>2-6</sub>-alkynyl substituted with 0-2 R<sup>1a</sup>, (C<sub>0-4</sub>-alkyl)-C<sub>3-10</sub>-carbocycle substituted with 0-3 R<sup>1a</sup>, and (C<sub>0-4</sub>-alkyl)-5-10-membered heterocycle substituted with 0-3 R<sup>1a</sup> and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;~~

~~R<sup>1a</sup>, at each occurrence, is selected from H, (CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>-R<sup>1b</sup>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>-CR<sup>3</sup>R<sup>1b</sup>R<sup>1b</sup>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>-O-(CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>-R<sup>1b</sup>, (CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>-NR<sup>2</sup>-(CR<sup>3</sup>R<sup>3a</sup>)<sub>r</sub>-R<sup>1b</sup>,~~

$-(\text{CR}^3\text{R}^{3a})_r\text{-S(O)}_p\text{-(CR}^3\text{R}^{3a})_r\text{-R}^{1b}$ ,  $-(\text{CR}^3\text{R}^{3a})_r\text{-CO}_2\text{-(CR}^3\text{R}^{3a})_r\text{-R}^{1b}$ ,  
 $-(\text{CR}^3\text{R}^{3a})_r\text{-C(O)NR}^2\text{-(CR}^3\text{R}^{3a})_r\text{-R}^{1b}$ ,  $-(\text{CR}^3\text{R}^{3a})_r\text{-C(O)-(CR}^3\text{R}^{3a})_r\text{-R}^{1b}$ ,  $\text{-C}_{2-6}$   
alkenylene- $\text{R}^{1b}$ ,  $\text{-C}_{2-6}$  alkynylene- $\text{R}^{1b}$ , and  $-(\text{CR}^3\text{R}^{3a})_r\text{-C(=NR}^{1b})\text{NR}^3\text{R}^{1b}$ , provided that  $\text{R}^{1a}$   
forms other than an N-halo, N-S, O-O, or N-CN bond;

~~alternatively, when two  $\text{R}^{1a}$  groups are attached to adjacent atoms, together  
with the atoms to which they are attached they form a 5-7 membered ring consisting of:  
carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and  
 $\text{S(O)}_p$ , this ring being substituted with 0-2  $\text{R}^{4b}$  and 0-3 ring double bonds;~~

$\text{R}^{1b}$  is selected from H,  $\text{C}_{1-3}$  alkyl, F, Cl, Br, I, -CN,  $\text{-NO}_2$ , -CHO,  $(\text{CF}_2)_r\text{CF}_3$ ,  
 $(\text{CR}^3\text{R}^{3a})_r\text{OR}^2$ ,  $\text{NR}^2\text{R}^{2a}$ ,  $\text{C(O)R}^{2b}$ ,  $\text{CO}_2\text{R}^{2b}$ ,  $\text{OC(O)R}^2$ ,  $\text{CH(CH}_2\text{OR}^2)_2$ ,  $(\text{CF}_2)_r\text{CO}_2\text{R}^{2a}$ ,  
 $\text{S(O)}_p\text{R}^{2b}$ ,  $\text{NR}^2(\text{CH}_2)_r\text{OR}^2$ ,  $\text{C(=NR}^{2c})\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{C(O)R}^{2b}$ ,  $\text{NR}^2\text{C(O)NR}^2\text{R}^{2a}$ ,  
 $\text{NR}^2\text{C(O)}_2\text{R}^{2a}$ ,  $\text{OC(O)NR}^2\text{R}^{2a}$ ,  $\text{C(O)NR}^2\text{R}^{2a}$ ,  $\text{C(O)NR}^2(\text{CH}_2)_r\text{OR}^2$ ,  $\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  
 $\text{NR}^2\text{SO}_2\text{R}^2$ ,  $\text{C(O)NR}^2\text{SO}_2\text{R}^2$ ,  $\text{C}_{3-6}$  carbocycle substituted with 0-2  $\text{R}^{4b}$ , and 5-10 membered  
heterocycle substituted with 0-2  $\text{R}^{4b}$  and consisting of carbon atoms and from 1-4  
heteroatoms selected from the group consisting of N, O, and  $\text{S(O)}_p$ , provided that  $\text{R}^{1b}$  forms  
other than an O-O, N-halo, N-S, or N-CN bond;

$\text{R}^2$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{C}_{1-6}$  alkyl,  $\text{-(CH}_2)_r\text{-C}_{3-10}$  carbocycle  
substituted with 0-2  $\text{R}^{4b}$ , and  $\text{-(CH}_2)_r\text{-5-10}$  membered heterocycle consisting of: carbon  
atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S(O)}_p$  and  
substituted with 0-2  $\text{R}^{4b}$ ;

$\text{R}^{2a}$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{C}_{1-6}$  alkyl,  $\text{-(CH}_2)_r\text{-C}_{3-10}$   
carbocycle substituted with 0-2  $\text{R}^{4b}$ , and  $\text{-(CH}_2)_r\text{-5-10}$  membered heterocycle consisting of:  
carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S(O)}_p$  and  
substituted with 0-2  $\text{R}^{4b}$ ;

alternatively,  $\text{NR}^2\text{R}^{2a}$  forms a 5 or 6 membered saturated, partially saturated, or  
unsaturated ring substituted with 0-2  $\text{R}^{4b}$  and consisting of: carbon atoms, the nitrogen atom  
to which  $\text{R}^2$  and  $\text{R}^{2a}$  are attached, and 0-1 additional heteroatoms selected from the group  
consisting of N, O, and  $\text{S(O)}_p$ ;

$R^{2b}$ , at each occurrence, is selected from  $CF_3$ ,  $C_{1-4}$  alkoxy substituted with 0-2  $R^{4b}$ ,  $C_{1-6}$  alkyl substituted with 0-2  $R^{4b}$ ,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

$R^{2c}$ , at each occurrence, is selected from  $CF_3$ , OH,  $C_{1-4}$  alkoxy,  $C_{1-6}$  alkyl,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;

~~$R^{2d}$ , at each occurrence, is selected from H,  $CF_3$ ,  $C_{1-4}$  alkoxy substituted with 0-2  $R^{4b}$ ,  $C_{1-6}$  alkyl substituted with 0-2  $R^{4b}$ ,  $-(CH_2)_r-C_{3-10}$  carbocycle substituted with 0-2  $R^{4b}$ , and  $-(CH_2)_r-5-10$  membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-2  $R^{4b}$ ;~~

$R^3$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , benzyl, and phenyl;

$R^{3a}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , benzyl, and phenyl;

alternatively,  $NR^3R^{3a}$  forms a 5 or 6 membered saturated, partially unsaturated, or unsaturated ring consisting of: carbon atoms, the nitrogen atom to which  $R^3$  and  $R^{3a}$  are attached, and 0-1 additional heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

$R^{3b}$ , at each occurrence, is selected from H,  $CF_3$ ,  $C_{1-6}$  alkyl substituted with 0-2  $R^{1a}$ ,  $C_{2-6}$  alkenyl substituted with 0-2  $R^{1a}$ ,  $C_{2-6}$  alkynyl substituted with 0-2  $R^{1a}$ ,  $-(C_{0-4} \text{ alkyl})-5-10$  membered carbocycle substituted with 0-3  $R^{1a}$ , and  $-(C_{0-4} \text{ alkyl})-5-10$  membered heterocycle substituted with 0-3  $R^{1a}$  and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

$R^{3c}$ , at each occurrence, is selected from  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , benzyl, and phenyl;

$R^{3d}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C_{1-4}$  alkyl-phenyl, and  $C(=O)R^{3c}$ ;

~~$R^{3e}$ , at each occurrence, is selected from H,  $SO_2NHR^3$ ,  $SO_2NR^3R^3$ ,  $C(O)R^3$ ,  $C(O)NHR^3$ ,  $C(O)OR^{3f}$ ,  $S(O)R^{3f}$ ,  $S(O)_2R^{3f}$ ,  $C_{1-6}$  alkyl substituted with 0-2  $R^{1a}$ ,  $C_{2-6}$  alkenyl substituted with 0-2  $R^{1a}$ ,  $C_{2-6}$  alkynyl substituted with 0-2  $R^{1a}$ ,  $(C_{0-4}$  alkyl)-5-10 membered carbocycle substituted with 0-3  $R^{1a}$ , and  $(C_{0-4}$  alkyl)-5-10 membered heterocycle substituted with 0-3  $R^{1a}$  and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;~~

~~$R^{3f}$ , at each occurrence, is selected from:  $C_{1-6}$  alkyl substituted with 0-2  $R^{1a}$ ,  $C_{2-6}$  alkenyl substituted with 0-2  $R^{1a}$ ,  $C_{2-6}$  alkynyl substituted with 0-2  $R^{1a}$ ,  $(C_{0-4}$  alkyl)-5-10 membered carbocycle substituted with 0-3  $R^{1a}$ , and  $(C_{0-4}$  alkyl)-5-10 membered heterocycle substituted with 0-3  $R^{1a}$  and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;~~

~~$R^4$ , at each occurrence, is selected from H, =O,  $(CR^3R^{3a})_fOR^2$ , F, Cl, Br, I,  $C_{1-4}$  alkyl,  $(CR^3R^{3a})_fCN$ ,  $(CR^3R^{3a})_fNO_2$ ,  $(CR^3R^{3a})_fNR^2R^{2a}$ ,  $(CR^3R^{3a})_fC(O)R^{2e}$ ,  $(CR^3R^{3a})_fNR^2C(O)R^{2b}$ ,  $(CR^3R^{3a})_fC(O)NR^2R^{2a}$ ,  $(CR^3R^{3a})_fNR^2C(O)NR^2R^{2a}$ ,  $(CR^3R^{3a})_fC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_fC(=NS(O)_2R^5)NR^2R^{2a}$ ,  $(CR^3R^{3a})_fNHC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_fC(O)NHC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_fSO_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_fNR^2SO_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_fNR^2SO_2C_{1-4}$  alkyl,  $(CR^3R^{3a})_fNR^2SO_2R^5$ ,  $(CR^3R^{3a})_fS(O)_pR^{5a}$ ,  $(CR^3R^{3a})_f(CF_2)_fCF_3$ ,  $NHCH_2R^{1b}$ ,  $OCH_2R^{1b}$ ,  $SCH_2R^{1b}$ ,  $NH(CH_2)_2(CH_2)_tR^{1b}$ ,  $O(CH_2)_2(CH_2)_tR^{1b}$ ,  $S(CH_2)_2(CH_2)_tR^{1b}$ ,  $(CR^3R^{3a})_f$ -5-6 membered carbocycle substituted with 0-1  $R^5$ , and a  $(CR^3R^{3a})_f$ -5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;~~



$R^{4a}$ , at each occurrence, is selected from H,  $(CR^3R^{3a})_rOR^2$ ,  $(CR^3R^{3a})_rF$ ,  $(CR^3R^{3a})_rBr$ ,  $(CR^3R^{3a})_rCl$ ,  $C_{1-4}$  alkyl,  $(CR^3R^{3a})_rCN$ ,  $(CR^3R^{3a})_rNO_2$ ,  $(CR^3R^{3a})_rNR^2R^{2a}$ ,  $(CR^3R^{3a})_rC(O)R^{2c}$ ,  $(CR^3R^{3a})_rNR^2C(O)R^{2b}$ ,  $(CR^3R^{3a})_rC(O)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rN=CHOR^3$ ,  $(CR^3R^{3a})_rC(O)NH(CH_2)_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^2C(O)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNHC(=NR^2)NR^2R^{2a}$ ,  $(CR^3R^{3a})_rSO_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^2SO_2NR^2R^{2a}$ ,  $(CR^3R^{3a})_rNR^2SO_2-C_{1-4}$  alkyl,  $(CR^3R^{3a})_rC(O)NH SO_2-C_{1-4}$  alkyl,  $(CR^3R^{3a})NR^2SO_2R^5$ ,  $(CR^3R^{3a})_rS(O)_pR^{5a}$ ,  $(CR^3R^{3a})_r(CF_2)_rCF_3$ ,  $(CR^3R^{3a})_r$ -5-6 membered carbocycle substituted with 0-1  $R^5$ , and a  $(CR^3R^{3a})_r$ -5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;

$R^{4b}$ , at each occurrence, is selected from H,  $=O$ ,  $(CH_2)_rOR^3$ ,  $(CH_2)_rF$ ,  $(CH_2)_rCl$ ,  $(CH_2)_rBr$ ,  $(CH_2)_rI$ ,  $C_{1-4}$  alkyl,  $(CH_2)_rCN$ ,  $(CH_2)_rNO_2$ ,  $(CH_2)_rNR^3R^{3a}$ ,  $(CH_2)_rC(O)R^3$ ,  $(CH_2)_rC(O)OR^{3c}$ ,  $(CH_2)_rNR^3C(O)R^{3a}$ ,  $(CH_2)_rC(O)NR^3R^{3a}$ ,  $(CH_2)_rNR^3C(O)NR^3R^{3a}$ ,  $(CH_2)_rC(=NR^3)NR^3R^{3a}$ ,  $(CH_2)_rNR^3C(=NR^3)NR^3R^{3a}$ ,  $(CH_2)_rSO_2NR^3R^{3a}$ ,  $(CH_2)_rNR^3SO_2NR^3R^{3a}$ ,  $(CH_2)_rNR^3SO_2-C_{1-4}$  alkyl,  $(CH_2)_rNR^3SO_2CF_3$ ,  $(CH_2)_rNR^3SO_2$ -phenyl,  $(CH_2)_rS(O)_pCF_3$ ,  $(CH_2)_rS(O)_p-C_{1-4}$  alkyl,  $(CH_2)_rS(O)_p$ -phenyl, and  $(CH_2)_r(CF_2)_rCF_3$ ;

$R^5$ , at each occurrence, is selected from H,  $C_{1-6}$  alkyl,  $=O$ ,  $(CH_2)_rOR^3$ , F, Cl, Br, I, -CN,  $NO_2$ ,  $(CH_2)_rNR^3R^{3a}$ ,  $(CH_2)_rC(O)R^3$ ,  $(CH_2)_rC(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $NR^3C(O)NR^3R^{3a}$ ,  $CH(=NOR^{3d})$ ,  $C(=NR^3)NR^3R^{3a}$ ,  $NR^3C(=NR^3)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $NR^3SO_2NR^3R^{3a}$ ,  $NR^3SO_2-C_{1-4}$  alkyl,  $NR^3SO_2CF_3$ ,  $NR^3SO_2$ -phenyl,  $S(O)_pCF_3$ ,  $S(O)_p-C_{1-4}$  alkyl,  $S(O)_p$ -phenyl,  $(CF_2)_rCF_3$ , phenyl substituted with 0-2  $R^6$ , naphthyl substituted with 0-2  $R^6$ , and benzyl substituted with 0-2  $R^6$ ;

$R^{5a}$ , at each occurrence, is selected from  $C_{1-6}$  alkyl,  $(CH_2)_rOR^3$ ,  $(CH_2)_rNR^3R^{3a}$ ,  $(CH_2)_rC(O)R^3$ ,  $(CH_2)_rC(O)OR^{3c}$ ,  $(CH_2)_rNR^3C(O)R^{3a}$ ,  $(CH_2)_rC(O)NR^3R^{3a}$ ,  $(CF_2)_rCF_3$ , phenyl substituted with 0-2  $R^6$ , naphthyl substituted with 0-2  $R^6$ , and benzyl substituted with 0-2  $R^6$ , provided that  $R^{5a}$  does not form a S-N or  $S(O)_p-C(O)$  bond;

$R^6$ , at each occurrence, is selected from H, OH,  $(CH_2)_rOR^2$ , halo,  $C_{1-4}$  alkyl, -CN,  $NO_2$ ,  $(CH_2)_rNR^2R^{2a}$ ,  $(CH_2)_rC(O)R^{2b}$ ,  $NR^2C(O)R^{2b}$ ,  $NR^2C(O)NR^2R^{2a}$ ,  $C(=NH)NH_2$ ,  $NHC(=NH)NH_2$ ,  $SO_2NR^2R^{2a}$ ,  $NR^2SO_2NR^2R^{2a}$ , and  $NR^2SO_2C_{1-4}$  alkyl;

~~$R^7$ , at each occurrence, is selected from H, OH,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkyl  $C(O)$ ,  $C_{1-6}$  alkyl  $O$ ,  $(CH_2)_n$  phenyl,  $C_{1-6}$  alkyl  $S(O)_2$ ,  $C(O)NH_2$ ,  $C(O)NH$   $C_{1-4}$  alkyl,  $C(O)N(C_{1-4}$  alkyl) $_2$ ,  $C_{1-4}$  alkyl  $OC(O)$ ,  $C_{6-10}$  aryl  $O$ ,  $C_{6-10}$  aryl  $OC(O)$ ,  $C_{6-10}$  aryl  $CH_2C(O)$ ,  $C_{1-4}$  alkyl  $C(O)O$   $C_{1-4}$  alkyl  $OC(O)$ ,  $C_{6-10}$  aryl  $C(O)O$   $C_{1-4}$  alkyl  $OC(O)$ ,  $C_{1-6}$  alkyl  $NH_2C(O)$ , phenyl  $NH_2C(O)$ , and phenyl  $C_{1-4}$  alkyl  $C(O)$ ;~~

~~$R^8$ , at each occurrence, is selected from H,  $C_{1-6}$  alkyl, and  $(CH_2)_n$  phenyl;  
alternatively,  $NR^7R^8$  forms a 5-10 membered heterocyclic ring consisting of carbon atoms and 0-2 additional heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;~~

~~$R^9$ , at each occurrence, is selected from H,  $C_{1-6}$  alkyl, and  $(CH_2)_n$  phenyl;~~

~~$n$ , at each occurrence, is selected from 0, 1, 2, and 3;~~

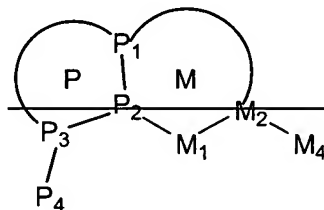
~~$p$ , at each occurrence, is selected from 0, 1, and 2; and,~~

~~$r$ , at each occurrence, is selected from 0, 1, 2, 3, 4, 5, and 6;~~

~~$r1$ , at each occurrence, is selected from 1, 2, 3, 4, 5, and 6; and~~

~~$t$ , at each occurrence, is selected from 0, 1, 2, and 3.~~

2. (Currently Amended) A compound according to Claim 1, wherein ~~the compound is of Formula II:~~



**II**

~~or a stereoisomer or pharmaceutically acceptable salt thereof, wherein;~~

~~ring M, including P<sub>1</sub>, P<sub>2</sub>, M<sub>1</sub>, and M<sub>2</sub>, is a 5, 6, or 7 membered carbocycle or a 5, 6, or 7 membered heterocycle, consisting of: carbon atoms and 1-3 heteroatoms selected from O, S(O)<sub>p</sub>, N, and NZ<sup>2</sup>;~~

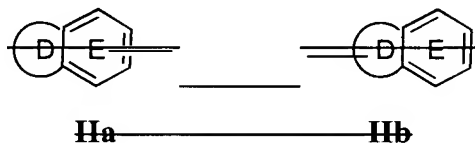
~~ring M is substituted with 0-2 R<sup>1a</sup> and 0-2 carbonyl groups, and there are 0-3 ring double bonds;~~

~~ring P, including P<sub>1</sub>, P<sub>2</sub>, and P<sub>3</sub>, is a 5 or 6 membered aromatic or dihydro-aromatic heterocycle, consisting of: carbon atoms and 1-3 heteroatoms selected from O, S(O)<sub>p</sub>, and N;~~

~~ring P is substituted with 0-2 R<sup>1a</sup>;~~

~~one of P<sub>4</sub> and M<sub>4</sub> is Z-A-B and the other G<sub>1</sub>-G;~~

~~G is a group of formula Ha or Hb:~~



~~ring D, including the two atoms of Ring E to which it is attached, is a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;~~

~~ring D is substituted with 0-2 R and there are 0-3 ring double bonds;~~

~~E is selected from phenyl, pyridyl, pyrimidyl, pyrazinyl, and pyridazinyl, and is substituted with 1-3 R;~~

~~alternatively, ring D is absent, and ring E is selected from phenyl, pyridyl, pyrimidyl, and thienyl, and ring E is substituted with 1-3 R;~~

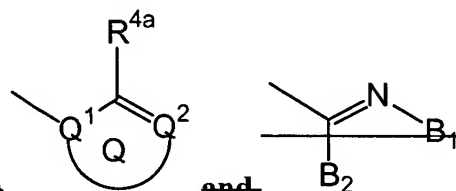
~~alternatively, ring D is absent, ring E is selected from phenyl, pyridyl, and thienyl, and ring E is substituted with 1 R and substituted with a 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>, wherein the 5-6 membered heterocycle is substituted with 0-2 carbonyl and 1-2 R and there are 0-3 ring double bonds;~~

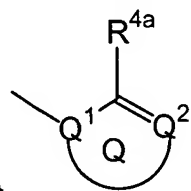
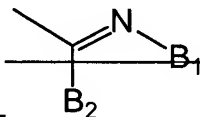
~~R is selected from H, C<sub>1-4</sub>-alkyl, F, Cl, OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, and OCH(CH<sub>3</sub>)<sub>2</sub>, CN, C(=NH)NH<sub>2</sub>, C(=NH)NHOH, C(=NH)NHOCH<sub>3</sub>, NH<sub>2</sub>, NH(C<sub>1-3</sub>-alkyl), N(C<sub>1-3</sub>~~

~~alkyl)<sub>2</sub>, CH<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>NH(C<sub>1-3</sub>-alkyl), CH<sub>2</sub>N(C<sub>1-3</sub>-alkyl)<sub>2</sub>, (CR<sup>8</sup>R<sup>9</sup>)<sub>t</sub>NR<sup>7</sup>R<sup>8</sup>,  
C(O)NR<sup>7</sup>R<sup>8</sup>, CH<sub>2</sub>C(O)NR<sup>7</sup>R<sup>8</sup>, S(O)<sub>p</sub>NR<sup>7</sup>R<sup>8</sup>, CH<sub>2</sub>S(O)<sub>p</sub>NR<sup>7</sup>R<sup>8</sup>, SO<sub>2</sub>R<sup>3</sup>, and OCF<sub>3</sub>;~~

~~alternatively, when 2 R groups are attached to adjacent atoms, they combine to form methylenedioxy or ethylenedioxy;~~

~~A is selected from: C<sub>5-10</sub> carbocycle substituted with 0-2 R<sup>4</sup>, and 5-10 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4</sup>;~~



B is selected from  and ; provided that Z and B are attached to different atoms on A and that the R<sup>4a</sup> shown is other than OH;

Q<sup>1</sup> and Q<sup>2</sup> are each N;

alternatively, one of Q<sup>1</sup> and Q<sup>2</sup> is CR<sup>3</sup> and R<sup>4a</sup> is NR<sup>2</sup>R<sup>2a</sup> or NR<sup>3a</sup>B<sub>1</sub>, provided that when one of Q<sup>1</sup> and Q<sup>2</sup> is CR<sup>3</sup>, then this R<sup>3</sup> group optionally forms a ring with the R<sup>2</sup> group of R<sup>4a</sup>, this ring is a 5-6 membered ring consisting of, in addition to the C-C-N shown, carbon atoms and from 0-1 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-1 R<sup>5</sup>;

ring Q is a 5-6 membered ring consisting of, in addition to the Q<sup>1</sup>-CR<sup>4a</sup>=Q<sup>2</sup> group shown, carbon atoms and 0-2 heteroatoms selected from N, O, and S(O)<sub>p</sub>, and the ring is substituted with an additional 0-2 R<sup>4a</sup>;

B<sub>1</sub> is selected from SO<sub>2</sub>R<sup>3b</sup>, C(O)R<sup>3b</sup>, SO<sub>2</sub>NR<sup>3</sup>R<sup>3b</sup>, C(O)NR<sup>3</sup>R<sup>3b</sup>, OR<sup>2</sup>, and -CN;

~~B<sub>2</sub> is NR<sup>2</sup>R<sup>2d</sup> or CR<sup>3</sup>R<sup>2</sup>R<sup>2d</sup>;~~

~~alternatively, CR<sup>3</sup>R<sup>2</sup>R<sup>2d</sup> forms a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup>;~~

~~alternatively, NR<sup>2</sup>R<sup>2d</sup> forms a 5-6 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup>;~~

~~alternatively, when  $B_2$  is  $NR^2R^{2d}$ ,  $B_1$  and  $R^{2d}$  combine to form a 5-6 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and  $S(O)_p$ , and this ring is substituted with 0-2  $R^{4b}$  and the  $R^2$  group of  $NR^2R^{2d}$ , in addition to the groups recited below, is selected from  $SO_2R^{3b}$  and  $C(O)R^{3b}$ ;~~

~~Z is selected from a bond,  $CH_2$ ,  $CH_2CH_2$ ,  $CH_2O$ ,  $OCH_2$ ,  $C(O)$ ,  $NH$ ,  $CH_2NH$ ,  $NHCH_2$ ,  $CH_2C(O)$ ,  $C(O)CH_2$ ,  $C(O)NH$ ,  $NHC(O)$ ,  $NHC(O)CH_2C(O)NH$ ,  $S(O)_2$ ,  $CH_2S(O)_2$ ,  $S(O)_2(CH_2)$ ,  $SO_2NH$ , and  $NHSO_2$ , wherein the right side of Z is attached to A, provided that Z does not form a N-S,  $NCH_2N$ ,  $NCH_2O$ , or  $NCH_2S$  bond with either group to which it is attached;~~

~~$Z^2$  is selected from H,  $C_{1-4}$  alkyl, phenyl, benzyl,  $C(O)R^{3b}$ ,  $S(O)R^{3f}$ , and  $S(O)_2R^{3f}$ ;~~

$R^{1a}$ , at each occurrence, is selected from H,  $-(CH_2)_rR^{1b}$ ,  $-(CH(CH_3))_rR^{1b}$ ,  $-(C(CH_3)_2)_rR^{1b}$ ,  $-O-(CR^3R^{3a})_rR^{1b}$ ,  $-NR^2-(CR^3R^{3a})_rR^{1b}$ , and  $-S-(CR^3R^{3a})_rR^{1b}$ , provided that  $R^{1a}$  forms other than an N-halo, N-S, O-O, or N-CN bond;

~~alternatively, when two  $R^{1a}$  groups are attached to adjacent atoms, together with the atoms to which they are attached they form a 5-7 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ , this ring being substituted with 0-2  $R^{4b}$  and 0-3 ring double bonds;~~

$R^{1b}$  is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , F, Cl, Br, I, -CN, -CHO,  $CF_3$ ,  $OR^2$ ,  $NR^2R^{2a}$ ,  $C(O)R^{2b}$ ,  $CO_2R^{2b}$ ,  $OC(O)R^2$ ,  $CO_2R^{2a}$ ,  $S(O)_pR^{2b}$ ,  $NR^2(CH_2)_rOR^2$ ,  $NR^2C(O)R^{2b}$ ,  $NR^2C(O)NHR^2$ ,  $NR^2C(O)_2R^{2a}$ ,  $OC(O)NR^2R^{2a}$ ,  $C(O)NR^2R^{2a}$ ,  $C(O)NR^2(CH_2)_rOR^2$ ,  $SO_2NR^2R^{2a}$ ,  $NR^2SO_2R^2$ ,  $C_{5-6}$  carbocycle substituted with 0-2  $R^{4b}$ , and 5-6 membered heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ , and substituted with 0-2  $R^{4b}$ , provided that  $R^{1b}$  forms other than an O-O, N-halo, N-S, or N-CN bond;

$R^2$ , at each occurrence, is selected from H,  $CF_3$ ,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ ,  $C_{5-6}$  carbocycle substituted with 0-2  $R^{4b}$ , a  $-CH_2-C_{5-6}$  carbocyclic group substituted with 0-2  $R^{4b}$ , and 5-6

membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

R<sup>2a</sup>, at each occurrence, is selected from H, CF<sub>3</sub>, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, benzyl substituted with 0-2 R<sup>4b</sup>, C<sub>5-6</sub> carbocycle substituted with 0-2 R<sup>4b</sup>, and 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

alternatively, NR<sup>2</sup>R<sup>2a</sup> forms a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-2 R<sup>4b</sup> and consisting of: carbon atoms, the nitrogen atom to which R<sup>2</sup> and R<sup>2a</sup> are attached, and 0-1 additional heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;

R<sup>2b</sup>, at each occurrence, is selected from CF<sub>3</sub>, C<sub>1-4</sub> alkoxy, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, benzyl substituted with 0-2 R<sup>4b</sup>, C<sub>5-6</sub> carbocycle substituted with 0-2 R<sup>4b</sup>, and 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

R<sup>2c</sup>, at each occurrence, is selected from CF<sub>3</sub>, OH, C<sub>1-4</sub> alkoxy, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, benzyl substituted with 0-2 R<sup>4b</sup>, C<sub>5-6</sub> carbocycle substituted with 0-2 R<sup>4b</sup>, and 5-6 membered heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;

~~R<sup>2d</sup>, at each occurrence, is selected from H, CF<sub>3</sub>, C<sub>1-4</sub> alkoxy, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH(CH<sub>3</sub>)<sub>2</sub>, CH(CH<sub>3</sub>)CH<sub>2</sub>CH<sub>3</sub>, C(CH<sub>3</sub>)<sub>3</sub>, benzyl substituted with 0-2 R<sup>4b</sup>, C<sub>5-6</sub> carbocycle substituted with 0-2 R<sup>4b</sup>, and 5-6 membered heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-2 R<sup>4b</sup>;~~

R<sup>3</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, benzyl, and phenyl;

$R^{3a}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, and phenyl;

alternatively,  $NR^3R^{3a}$  forms a 5 or 6 membered saturated, partially unsaturated, or unsaturated ring consisting of: carbon atoms and the nitrogen atom to which  $R^3$  and  $R^{3a}$  are attached;

$R^{3b}$ , at each occurrence, is selected from H,  $CF_3$ ,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $-(C_{0-1} \text{ alkyl})$ -5-6 membered carbocycle substituted with 0-1  $R^{1a}$ , and  $-(C_{0-1} \text{ alkyl})$ -5-6 membered heterocycle substituted with 0-1  $R^{1a}$  and consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$ ;

$R^{3c}$ , at each occurrence, is selected from  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , benzyl, and phenyl;

$R^{3d}$ , at each occurrence, is selected from H,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2$ -phenyl,  $CH_2CH_2$ -phenyl, and  $C(=O)R^{3c}$ ;

~~$R^4$ , at each occurrence, is selected from H,  $=O$ ,  $OR^2$ ,  $CH_2OR^2$ ,  $(CH_2)_2OR^2$ , F, Cl, Br, I,  $C_{1-4}$  alkyl,  $CN$ ,  $NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $(CH_2)_2NR^2R^{2a}$ ,  $C(O)R^{2c}$ ,  $NR^2C(O)R^{2b}$ ,  $C(O)NR^2R^{2a}$ ,  $SO_2NR^2R^{2a}$ ,  $S(O)_pR^{5a}$ ,  $CF_3$ ,  $CF_2CF_3$ , 5-6 membered carbocycle substituted with 0-1  $R^5$ , and a 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;~~

$R^{4a}$ , at each occurrence, is selected from H,  $CH_2OR^2$ ,  $OR^2$ ,  $C_{1-4}$  alkyl,  $CN$ ,  $CH_2CN$ ,  $NO_2$ ,  $CH_2NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2c}$ ,  $CH_2C(O)R^{2c}$ ,  $NR^2C(O)R^{2b}$ ,  $(CH_2)_rC(O)NR^2R^{2a}$ ,  $NR^2C(O)NR^2R^{2a}$ ,  $(CH_2)_rSO_2NR^2R^{2a}$ ,  $NR^2SO_2NR^2R^{2a}$ ,  $NR^2SO_2R^5$ ,  $(CH_2)_rS(O)_pR^{5a}$ ,  $CH_2CF_3$ ,  $CF_3$ , 5-6 membered carbocycle substituted with 0-1  $R^5$ ,  $CH_2$ -5-6 membered carbocycle substituted with 0-1  $R^5$ , a 5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ , and a  $CH_2$ -5-6 membered heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;

$R^{4b}$ , at each occurrence, is selected from H, =O,  $OR^3$ ,  $CH_2OR^3$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , -CN,  $NO_2$ ,  $NR^3R^{3a}$ ,  $CH_2NR^3R^{3a}$ ,  $C(O)R^3$ ,  $CH_2C(O)R^3$ ,  $C(O)OR^{3c}$ ,  $CH_2C(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $CH_2NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $CH_2C(O)NR^3R^{3a}$ ,  $NR^3C(O)NR^3R^{3a}$ ,  $CH_2NR^3C(O)NR^3R^{3a}$ ,  $C(=NR^3)NR^3R^{3a}$ ,  $CH_2C(=NR^3)NR^3R^{3a}$ ,  $NR^3C(=NR^3)NR^3R^{3a}$ ,  $CH_2NR^3C(=NR^3)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $CH_2SO_2NR^3R^{3a}$ ,  $NR^3SO_2NR^3R^{3a}$ ,  $CH_2NR^3SO_2NR^3R^{3a}$ ,  $NR^3SO_2-C_{1-4}$  alkyl,  $CH_2NR^3SO_2-C_{1-4}$  alkyl,  $NR^3SO_2CF_3$ ,  $CH_2NR^3SO_2CF_3$ ,  $NR^3SO_2$ -phenyl,  $CH_2NR^3SO_2$ -phenyl,  $S(O)_pCF_3$ ,  $CH_2S(O)_pCF_3$ ,  $S(O)_p-C_{1-4}$  alkyl,  $CH_2S(O)_p-C_{1-4}$  alkyl,  $S(O)_p$ -phenyl,  $CH_2S(O)_p$ -phenyl,  $CF_3$ , and  $CH_2CF_3$ ;

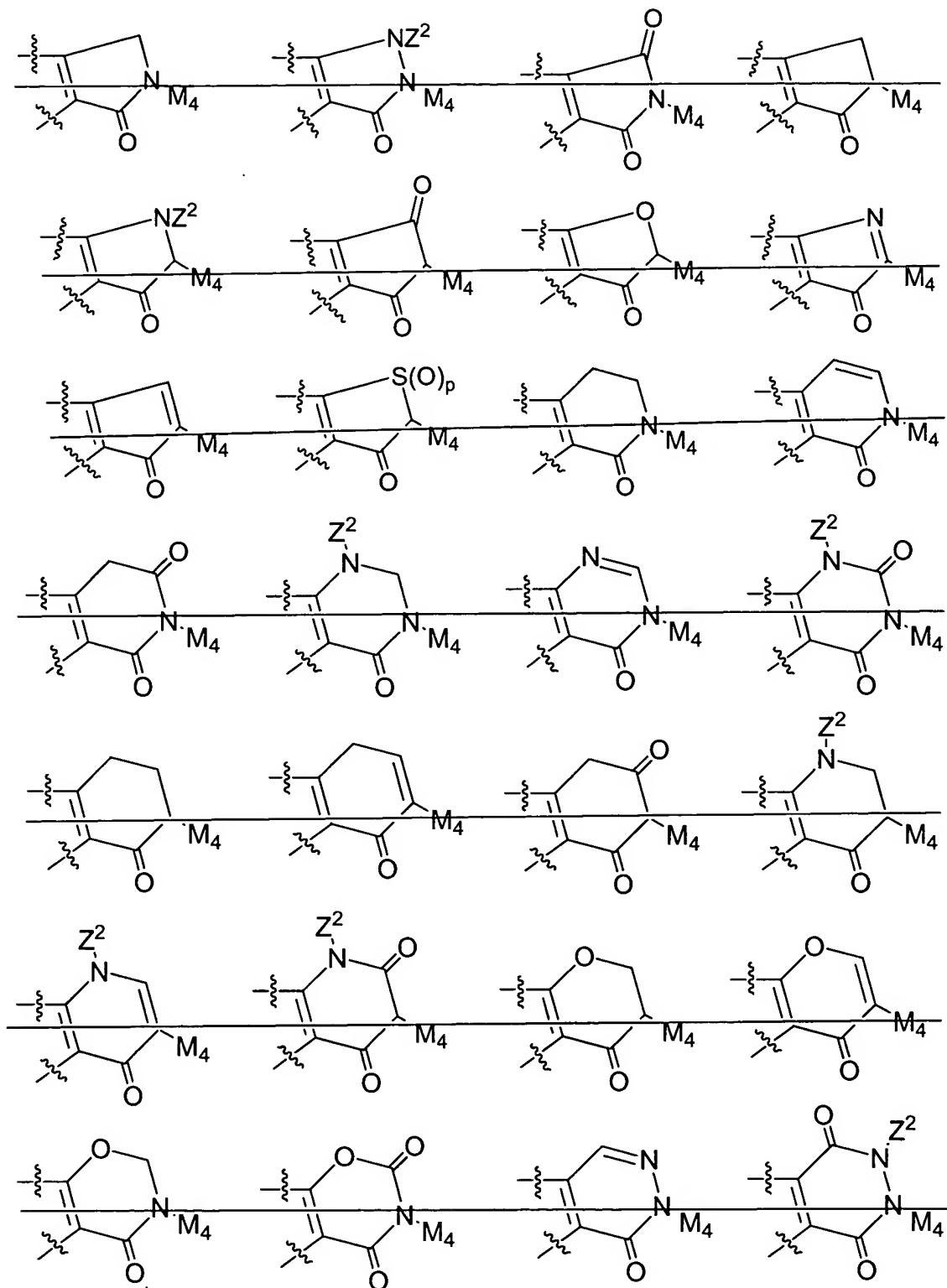
$R^5$ , at each occurrence, is selected from H, =O,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ ,  $OR^3$ ,  $CH_2OR^3$ , F, Cl, -CN,  $NO_2$ ,  $NR^3R^{3a}$ ,  $CH_2NR^3R^{3a}$ ,  $C(O)R^3$ ,  $CH_2C(O)R^3$ ,  $C(O)OR^{3c}$ ,  $CH_2C(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $NR^3C(O)NR^3R^{3a}$ ,  $CH(=NOR^{3d})$ ,  $C(=NR^3)NR^3R^{3a}$ ,  $NR^3C(=NR^3)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $NR^3SO_2NR^3R^{3a}$ ,  $NR^3SO_2-C_{1-4}$  alkyl,  $NR^3SO_2CF_3$ ,  $NR^3SO_2$ -phenyl,  $S(O)_pCF_3$ ,  $S(O)_p-C_{1-4}$  alkyl,  $S(O)_p$ -phenyl,  $CF_3$ , phenyl substituted with 0-2  $R^6$ , naphthyl substituted with 0-2  $R^6$ , and benzyl substituted with 0-2  $R^6$ ; and

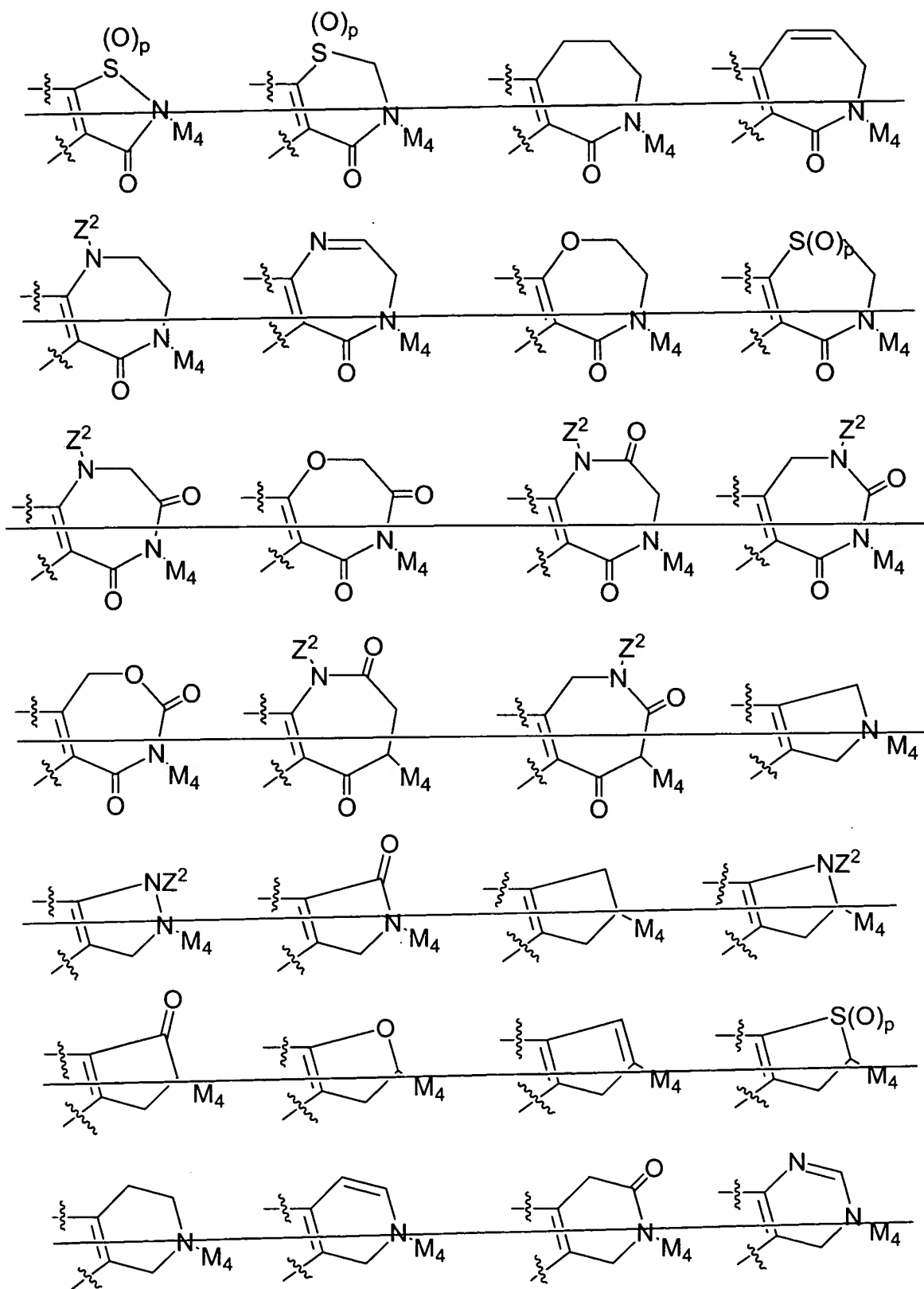
$R^6$ , at each occurrence, is selected from H, OH,  $OR^2$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ , -CN,  $NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2b}$ ,  $CH_2C(O)R^{2b}$ ,  $NR^2C(O)R^{2b}$ ,  $NR^2C(O)NR^2R^{2a}$ ,  $C(=NH)NH_2$ ,  $NHC(=NH)NH_2$ ,  $SO_2NR^2R^{2a}$ ,  $NR^2SO_2NR^2R^{2a}$ , and  $NR^2SO_2C_{1-4}$  alkyl.

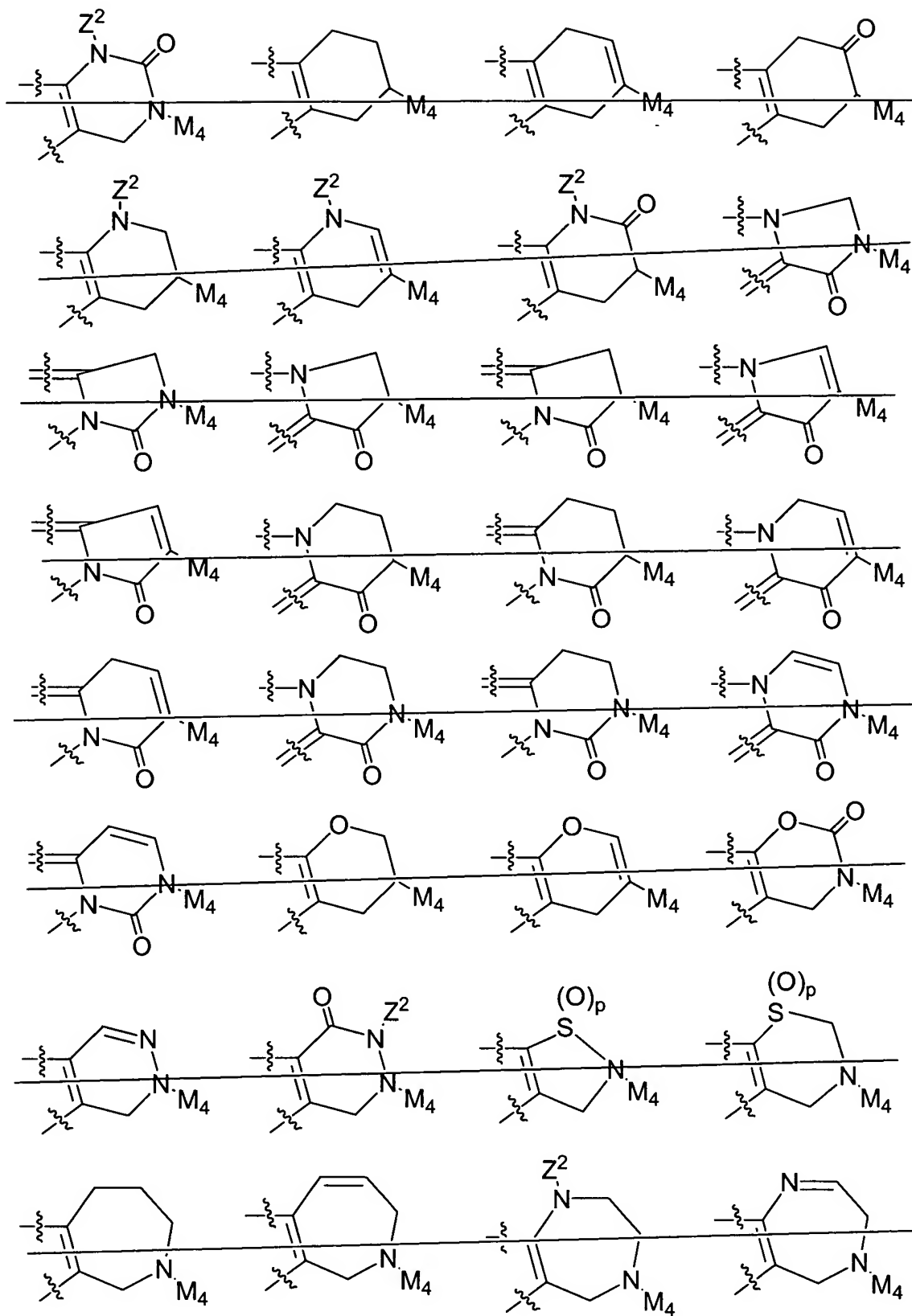
3. (Currently Amended) A compound according to Claim 2, ~~wherein~~ wherein:

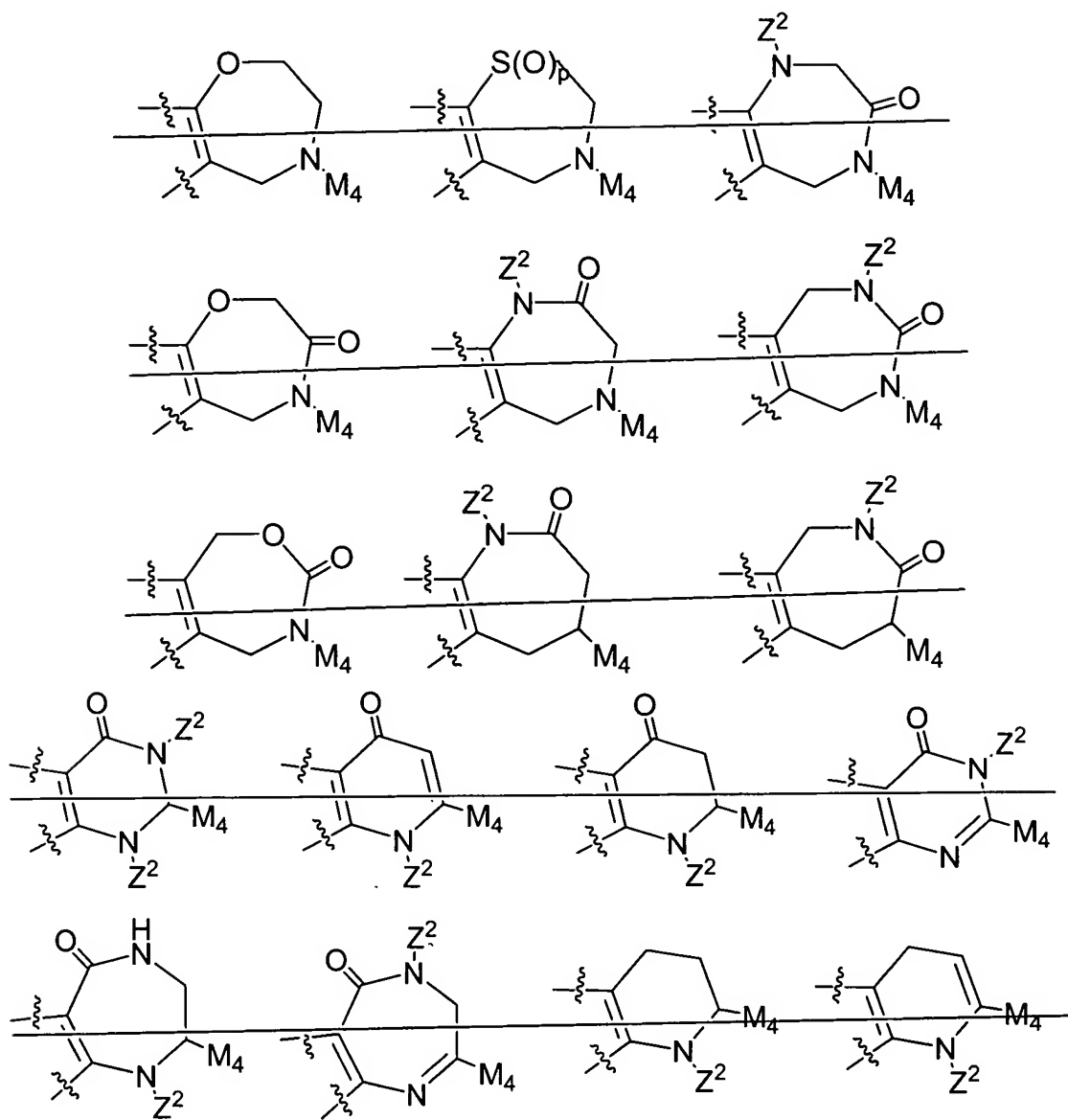
~~ring M is substituted with 0-2  $R^{1a}$  and is selected from the group:~~



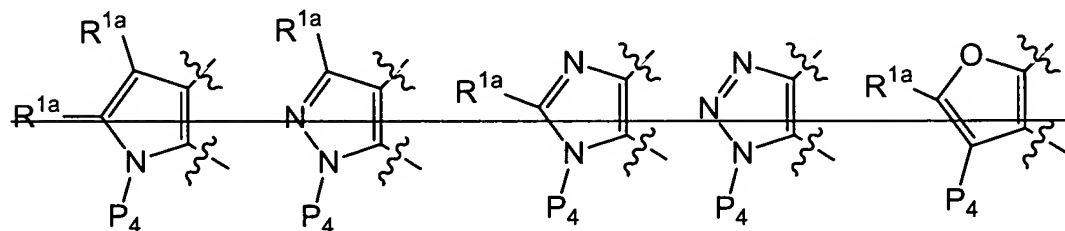


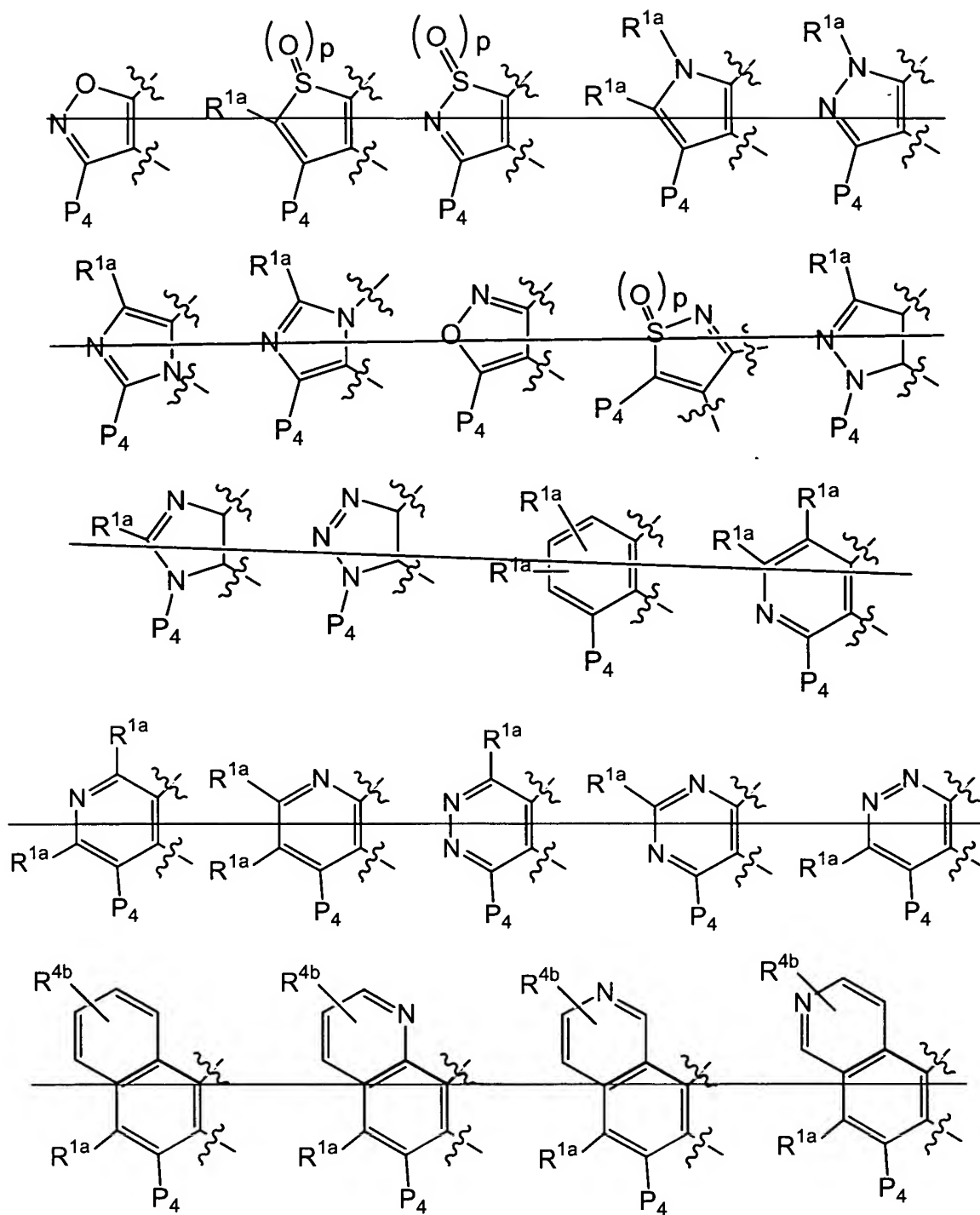


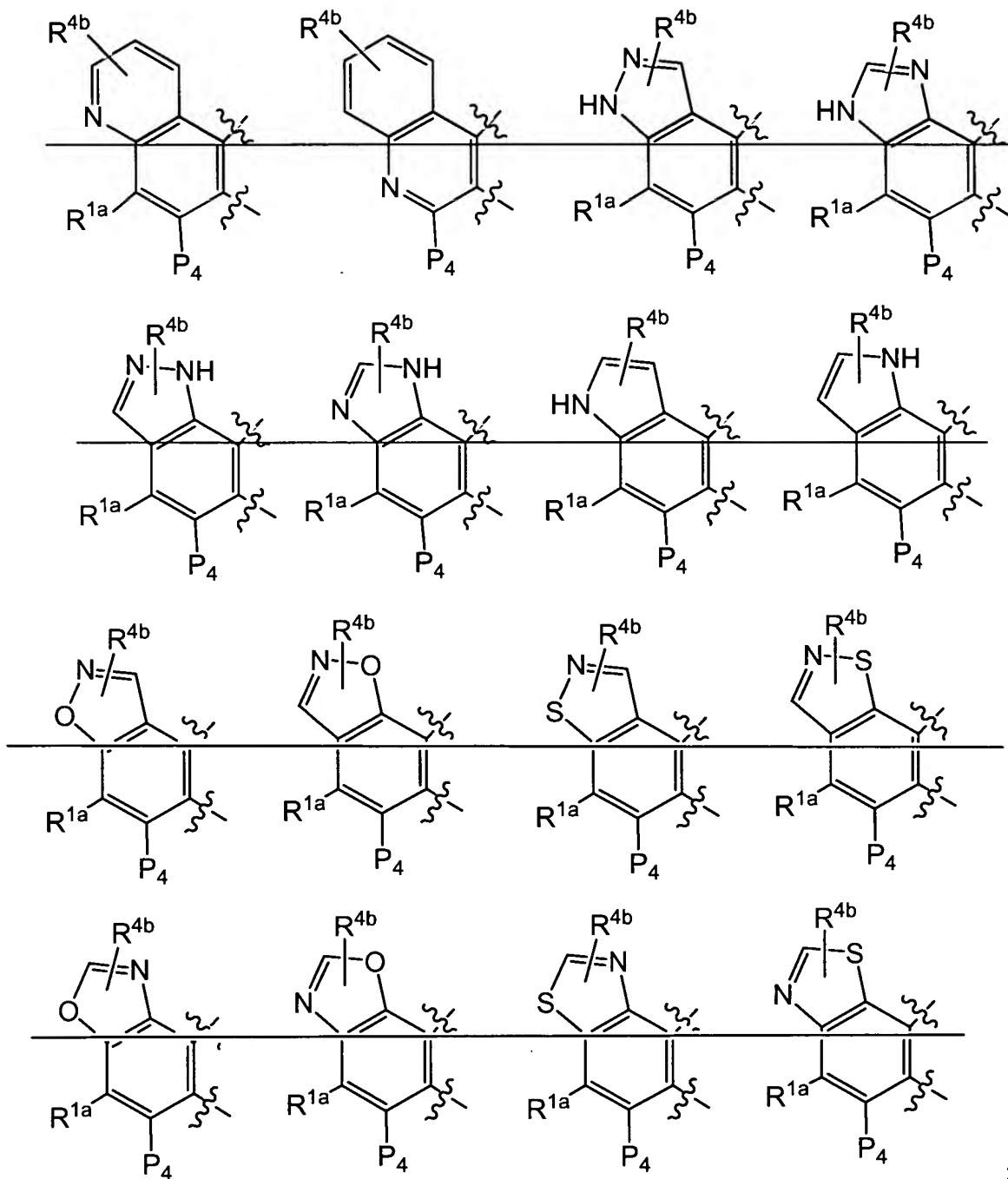




ring P, including P<sub>1</sub>, P<sub>2</sub>, P<sub>3</sub>, and P<sub>4</sub> is selected from group:



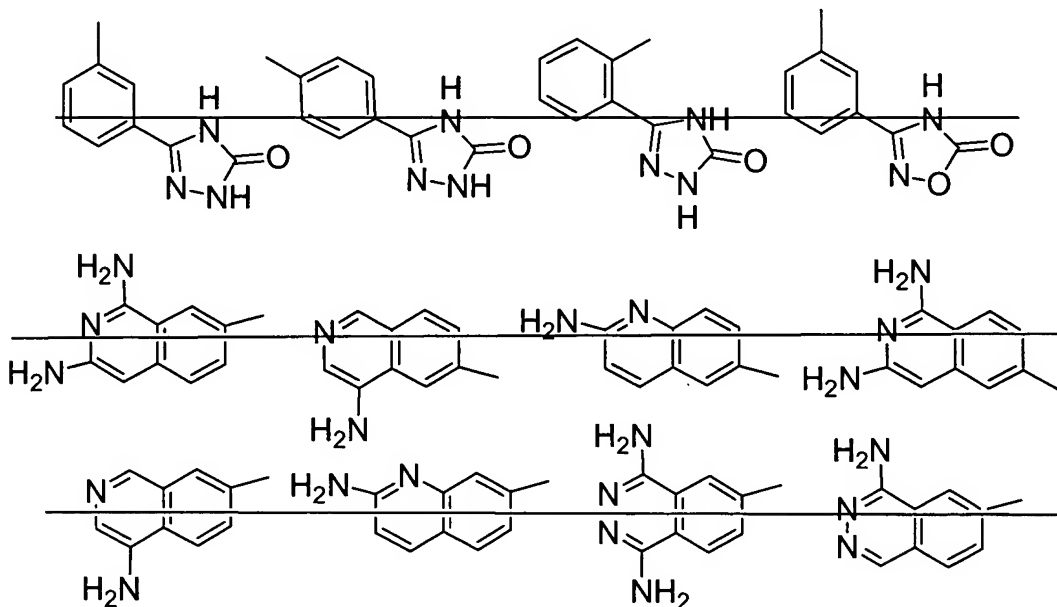


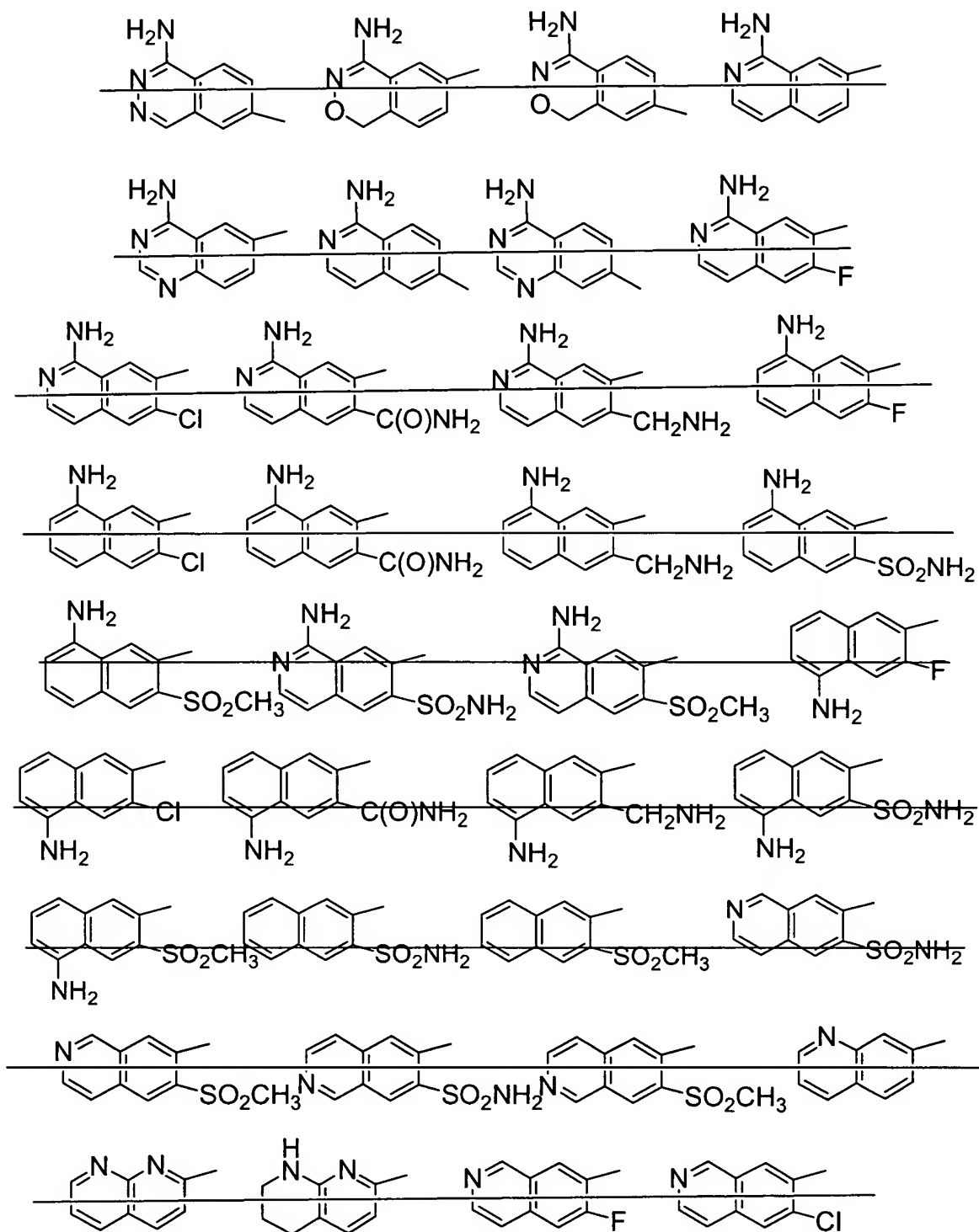


one of  $P_4$  and  $M_4$  is ~~Z A B~~ and the other ~~G<sub>1</sub> G<sub>2</sub>~~;

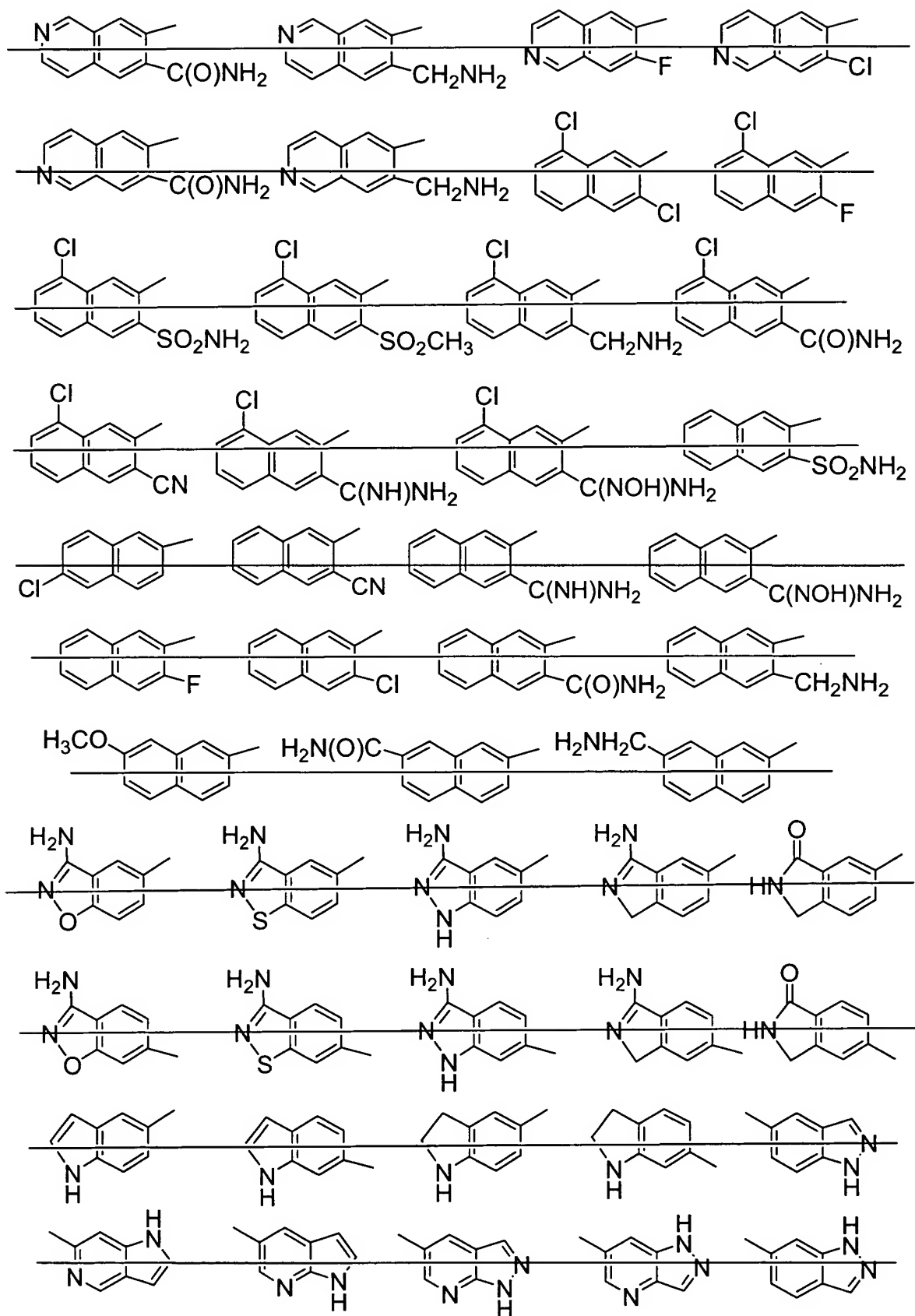
G is selected from the group: ~~phenyl, 4-ethyl-phenyl,~~  
~~2,5-bis-aminomethyl-phenyl, 2-amido-4-methoxy-phenyl, 2-amido-5-chloro-phenyl,~~  
~~2-amido-phenyl, 2-aminomethyl-3-fluoro-phenyl, 2-aminomethyl-3-methoxy-phenyl,~~  
~~2-aminomethyl-4-fluoro-phenyl, 2-aminomethyl-4-methoxy-phenyl,~~  
~~2-aminomethyl-5-fluoro-phenyl 2-aminomethyl-5-methoxy-phenyl,~~

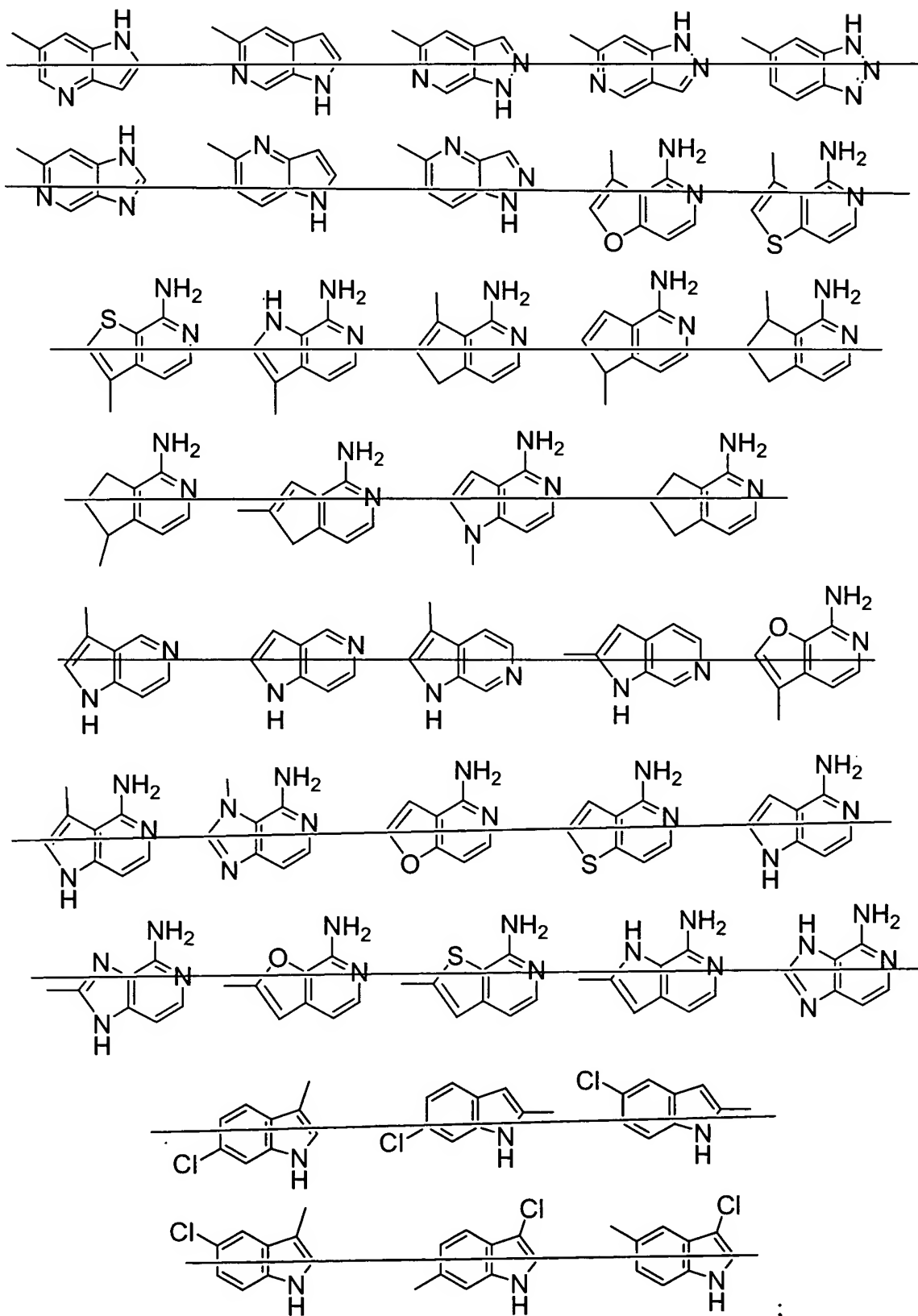
~~2-aminomethyl-6-fluoro-phenyl, 2-aminomethyl-phenyl, 2-amino-pyrid-4-yl,~~  
~~2-aminosulfonyl-4-methoxy-phenyl, 2-aminosulfonyl-phenyl,~~  
~~2-hydroxy-4-methoxy-phenyl, 2-methylsulfonyl-phenyl,~~  
~~3-(N,N-dimethylamino)-4-chloro-phenyl, 3-(N,N-dimethylamino)-phenyl,~~  
~~3-(N-hydroxy-amidino)-phenyl, 3-(N-methoxy-amidino)-phenyl,~~  
~~3-(N-methylamino)-4-chloro-phenyl, 3-(N-methylamino)-phenyl, 3-amidino-phenyl,~~  
~~3-amido-6-hydroxy-phenyl, 3-amido-phenyl, 3-amino-4-chloro-phenyl,~~  
~~3-aminomethyl-phenyl, 3-amino-phenyl, 3-chloro-4-fluoro-phenyl, 3-chloro-phenyl,~~  
~~3-hydroxy-4-methoxy-phenyl, 4-(N,N-dimethylamino)-5-chloro-thien-2-yl,~~  
~~4-(N-methylamino)-5-chloro-thien-2-yl, 4-amino-5-chloro-thien-2-yl,~~  
~~4-amino-pyrid-2-yl, 4-chloro-3-fluoro-phenyl, 4-chloro-phenyl, 4-chloro-pyrid-2-yl,~~  
~~4-methoxy-2-methylsulfonyl-phenyl, 4-methoxy-phenyl, 2-methoxy-pyridyl-5-yl,~~  
~~5-(N,N-dimethylamino)-4-chloro-thien-2-yl, 5-(N-methylamino)-4-chloro-thien-2-yl,~~  
~~5-amino-4-chloro-thien-2-yl, 5-chloro-2-aminosulfonyl-phenyl,~~  
~~5-chloro-2-methylsulfonyl-phenyl, 5-chloro-pyrid-2-yl, 5-chloro-thien-2-yl,~~  
~~6-amino-5-chloro-pyrid-2-yl, 6-amino-pyrid-2-yl,~~





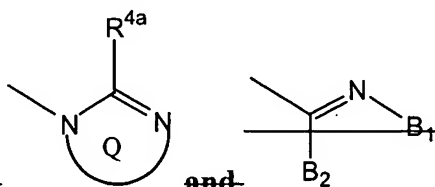


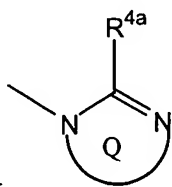
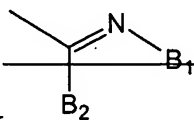




$G_1$  is absent or is selected from  $(CR^3R^{3a})_{1-3}$ ,  $CR^3=CR^3$ ,  
 $(CR^3R^{3a})_u C(O)(CR^3R^{3a})_{w5} (CR^3R^{3a})_u O(CR^3R^{3a})_{w5} (CR^3R^{3a})_u NR^{3b} (CR^3R^{3a})_{w5}$   
 $(CR^3R^{3a})_u C(O)NR^{3b} (CR^3R^{3a})_{w5} (CR^3R^{3a})_u NR^{3b} C(O)(CR^3R^{3a})_{w5}$   
 $(CR^3R^{3a})_u NR^{3b} C(O)(CR^3R^{3a})_u C(O)NR^{3b} (CR^3R^{3a})_{w5} (CR^3R^{3a})_u S(CR^3R^{3a})_{w5}$   
 $(CR^3R^{3a})_u S(O)(CR^3R^{3a})_{w5} (CR^3R^{3a})_u S(O)_2 (CR^3R^{3a})_{w5}$   
 $(CR^3R^{3a})_u S(O)NR^{3b} (CR^3R^{3a})_{w5} (CR^3R^{3a})_u NR^{3b} S(O)_2 (CR^3R^{3a})_{w5}$  and  
 $(CR^3R^{3a})_u S(O)_2 NR^{3b} (CR^3R^{3a})_{w5}$ , wherein  $u+w$  or  $u+u+w$  total 0, 1, or 2, wherein the  
right side of  $G_1$  is attached to  $G$ , provided that  $G_1$  does not form a N-S,  $NCH_2N$ ,  
 $NCH_2O$ , or  $NCH_2S$  bond with either group to which it is attached;

$A$  is selected from one of the following carbocyclic and heterocyclic groups which  
are substituted with 0-2  $R^4$ : cyclohexyl, phenyl, piperidinyl, piperazinyl, pyridyl,  
pyrimidyl, furanyl, morpholinyl, thienyl, pyrrolyl, pyrrolidinyl, oxazolyl, isoxazolyl,  
thiazolyl, isothiazolyl, pyrazolyl, imidazolyl, 1,2,3-oxadiazolyl, 1,2,4-oxadiazolyl,  
1,2,5-oxadiazolyl, 1,3,4-oxadiazolyl, 1,2,3-thiadiazolyl, 1,2,4-thiadiazolyl,  
1,2,5-thiadiazolyl, 1,3,4-thiadiazolyl, 1,2,3-triazolyl, 1,2,4-triazolyl, 1,2,5-triazolyl,  
1,3,4-triazolyl, benzofuranyl, benzothiofuranyl, indolinyl, indolyl, benzimidazolyl,  
benzoxazolyl, benzthiazolyl, indazolyl, benzisoxazolyl, benzisothiazolyl, and  
isoindazolyl;



$B$  is selected from  and ; provided that  $Z$  and  $B$  are  
attached to different atoms on  $A$  and that the  $R^{4a}$  shown is other than  $OH$ ;

ring  $Q$  is a 5-6 membered ring consisting of, in addition to the  $N-CR^{4a}=N$  group  
shown, carbon atoms and 0-2 heteroatoms selected from  $N$ ,  $O$ , and  $S(O)_p$ , and the ring is  
substituted with an additional 0-2  $R^{4a}$ ;

$B_1$  is selected from  $SO_2R^{3b}$  and  $OR^2$ ;

$B_2$  is  $NR^2R^{2d}$ ;

~~alternatively,  $\text{NR}^2\text{R}^{2d}$  forms a 5-6 membered ring consisting of: carbon atoms and 0-2 additional heteroatoms selected from N, O, and  $\text{S}(\text{O})_p$ , and this ring is substituted with 0-2  $\text{R}^{4b}$ ;~~

~~alternatively,  $\text{B}_1$  and  $\text{R}^{2d}$  combine to form a 5-6 membered ring consisting of: carbon atoms and 0-1 additional heteroatoms selected from N, O, and  $\text{S}(\text{O})_p$ , and this ring is substituted with 0-2  $\text{R}^{4b}$  and the  $\text{R}^2$  group of  $\text{NR}^2\text{R}^{2d}$ , in addition to the groups recited below, can be  $\text{SO}_2\text{R}^{3b}$ ;~~

$\text{R}^{1a}$  is selected from H,  $\text{R}^{1b}$ ,  $\text{CH}(\text{CH}_3)\text{R}^{1b}$ ,  $\text{C}(\text{CH}_3)_2\text{R}^{1b}$ ,  $\text{CH}_2\text{R}^{1b}$ , and  $\text{CH}_2\text{CH}_2\text{R}^{1b}$ , provided that  $\text{R}^{1a}$  forms other than an N-halo, N-S, or N-CN bond;

~~alternatively, when two  $\text{R}^{1a}$  groups are attached to adjacent atoms, together with the atoms to which they are attached they form a 5-6 membered ring consisting of: carbon atoms and 0-2 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$ , this ring being substituted with 0-2  $\text{R}^{4b}$  and 0-3 ring double bonds;~~

$\text{R}^{1b}$  is selected from H,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ , F, Cl, Br, -CN, -CHO,  $\text{CF}_3$ ,  $\text{OR}^2$ ,  $\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{CO}_2\text{R}^{2b}$ ,  $\text{OC}(\text{O})\text{R}^2$ ,  $\text{CO}_2\text{R}^{2a}$ ,  $\text{S}(\text{O})_p\text{R}^{2b}$ ,  $\text{NR}^2(\text{CH}_2)_r\text{OR}^2$ ,  $\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{SO}_2\text{R}^2$ , phenyl substituted with 0-2  $\text{R}^{4b}$ , and 5-6 membered aromatic heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$ , and substituted with 0-2  $\text{R}^{4b}$ , provided that  $\text{R}^{1b}$  forms other than an O-O, N-halo, N-S, or N-CN bond;

$\text{R}^2$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ , phenyl substituted with 0-2  $\text{R}^{4b}$ , a benzyl substituted with 0-2  $\text{R}^{4b}$ , and a 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^{4b}$ ;

$\text{R}^{2a}$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ , benzyl substituted with 0-2  $\text{R}^{4b}$ , phenyl substituted with 0-2  $\text{R}^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^{4b}$ ;

alternatively,  $\text{NR}^2\text{R}^{2a}$  forms a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-2  $\text{R}^{4b}$  and consisting of: carbon atoms, the nitrogen atom to which  $\text{R}^2$  and  $\text{R}^{2a}$  are attached, and 0-1 additional heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$ ;

$\text{R}^{2b}$ , at each occurrence, is selected from  $\text{CF}_3$ ,  $\text{C}_{1-4}$  alkoxy,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ , benzyl substituted with 0-2  $\text{R}^{4b}$ , phenyl substituted with 0-2  $\text{R}^{4b}$ , and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^{4b}$ ;

$\text{R}^{2c}$ , at each occurrence, is selected from  $\text{CF}_3$ , OH,  $\text{OCH}_3$ ,  $\text{OCH}_2\text{CH}_3$ ,  $\text{OCH}_2\text{CH}_2\text{CH}_3$ ,  $\text{OCH}(\text{CH}_3)_2$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ , benzyl substituted with 0-2  $\text{R}^{4b}$ , phenyl substituted with 0-2  $\text{R}^{4b}$ , and 5-6 membered aromatic heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-2  $\text{R}^{4b}$ ;

~~$\text{R}^{2d}$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ , and  $\text{OCH}_3$ , benzyl;~~

$\text{R}^{3b}$ , at each occurrence, is selected from H,  $\text{CF}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ , and  $\text{CH}(\text{CH}_3)_2$ ;

~~$\text{R}^4$ , at each occurrence, is selected from H,  $\text{CH}_2\text{OR}^2$ ,  $(\text{CH}_2)_2\text{OR}^2$ ,  $\text{OR}^2$ , F, Cl, Br, I,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ ,  $\text{CH}_2\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}(\text{CH}_3)_2$ ,  $\text{CH}(\text{CH}_3)\text{CH}_2\text{CH}_3$ ,  $\text{C}(\text{CH}_3)_3$ , CN,  $\text{NO}_2$ ,  $\text{NR}^2\text{R}^{2a}$ ,  $\text{CH}_2\text{NR}^2\text{R}^{2a}$ ,  $(\text{CH}_2)_2\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{R}^{2c}$ ,  $\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{SO}_2\text{NR}^2\text{R}^{2a}$ ,  $\text{CF}_3$ , and  $\text{CF}_2\text{CF}_3$ ;~~

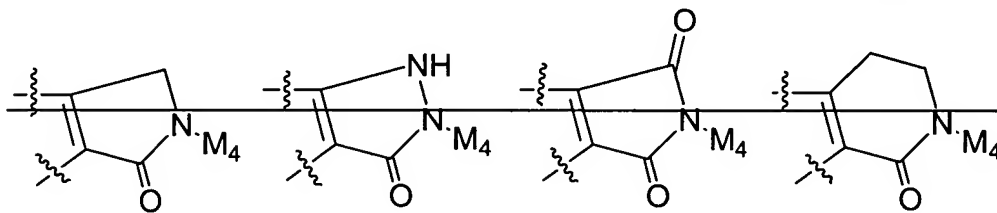
$\text{R}^{4a}$ , at each occurrence, is selected from H,  $\text{OR}^2$ ,  $\text{CH}_2\text{OR}^2$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ ,  $\text{CH}_2\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}(\text{CH}_3)_2$ ,  $\text{CH}(\text{CH}_3)\text{CH}_2\text{CH}_3$ ,  $\text{C}(\text{CH}_3)_3$ , -CN,  $\text{NO}_2$ ,  $\text{NR}^2\text{R}^{2a}$ ,  $\text{CH}_2\text{NR}^2\text{R}^{2a}$ ,  $\text{C}(\text{O})\text{R}^{2c}$ ,  $\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{C}(\text{O})\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{SO}_2\text{R}^5$ ,  $\text{SO}_2\text{NR}^2\text{R}^{2a}$ , 6 membered carbocycle substituted with 0-1  $\text{R}^5$ , and a 5-6 membered heterocycle consisting of: carbon atoms and 1-2 heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$  and substituted with 0-1  $\text{R}^5$ ;

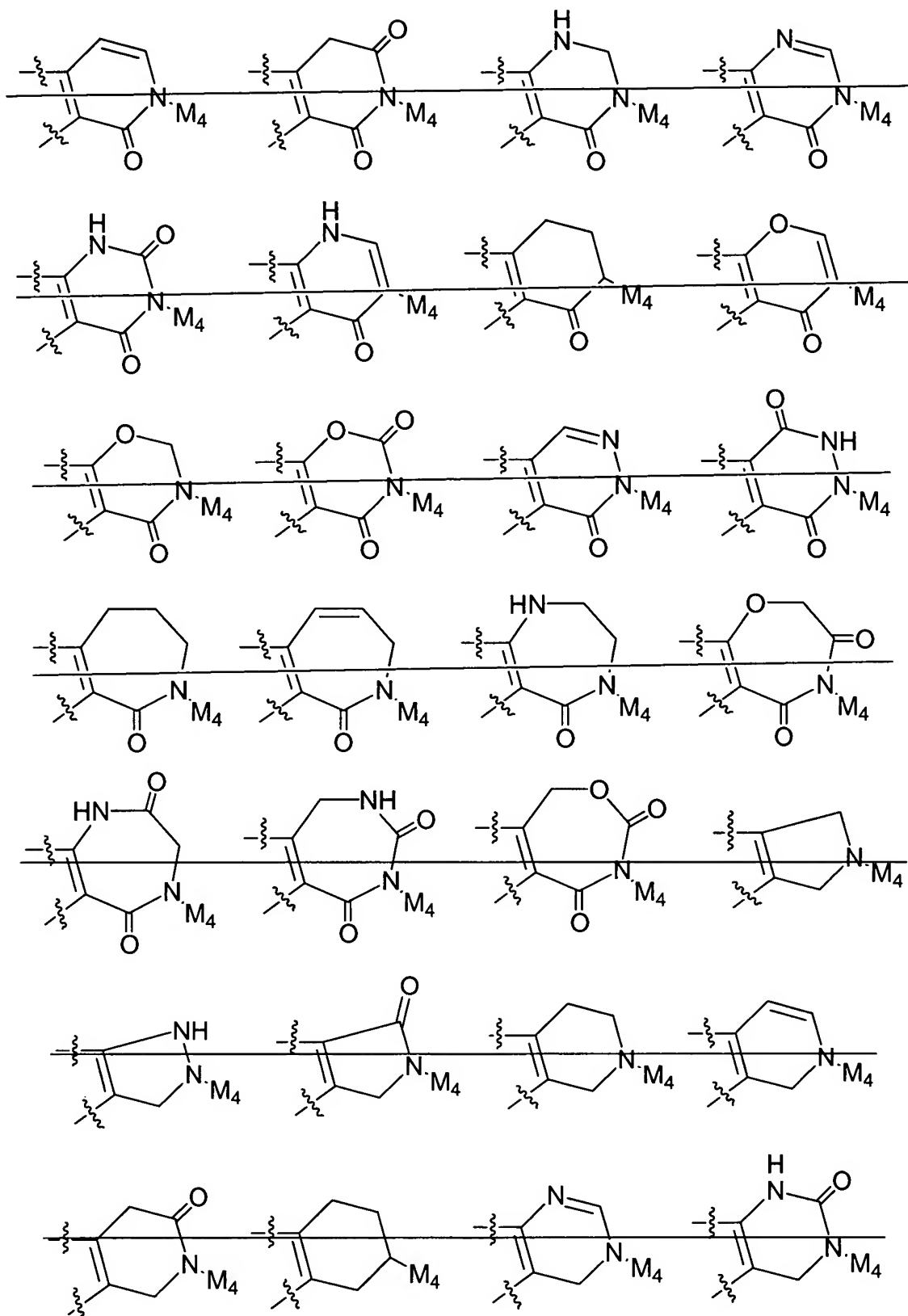
$R^{4b}$ , at each occurrence, is selected from H, =O,  $OR^3$ ,  $CH_2OR^3$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , -CN,  $NO_2$ ,  $NR^3R^{3a}$ ,  $CH_2NR^3R^{3a}$ ,  $C(O)R^3$ ,  $CH_2C(O)R^3$ ,  $C(O)OR^{3c}$ ,  $CH_2C(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $CH_2NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $CH_2C(O)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $CH_2SO_2NR^3R^{3a}$ ,  $NR^3SO_2-C_{1-4}$  alkyl,  $CH_2NR^3SO_2-C_{1-4}$  alkyl,  $NR^3SO_2$ -phenyl,  $CH_2NR^3SO_2$ -phenyl,  $S(O)_pCF_3$ ,  $CH_2S(O)_pCF_3$ ,  $S(O)_p-C_{1-4}$  alkyl,  $CH_2S(O)_p-C_{1-4}$  alkyl,  $S(O)_p$ -phenyl,  $CH_2S(O)_p$ -phenyl, and  $CF_3$ ;

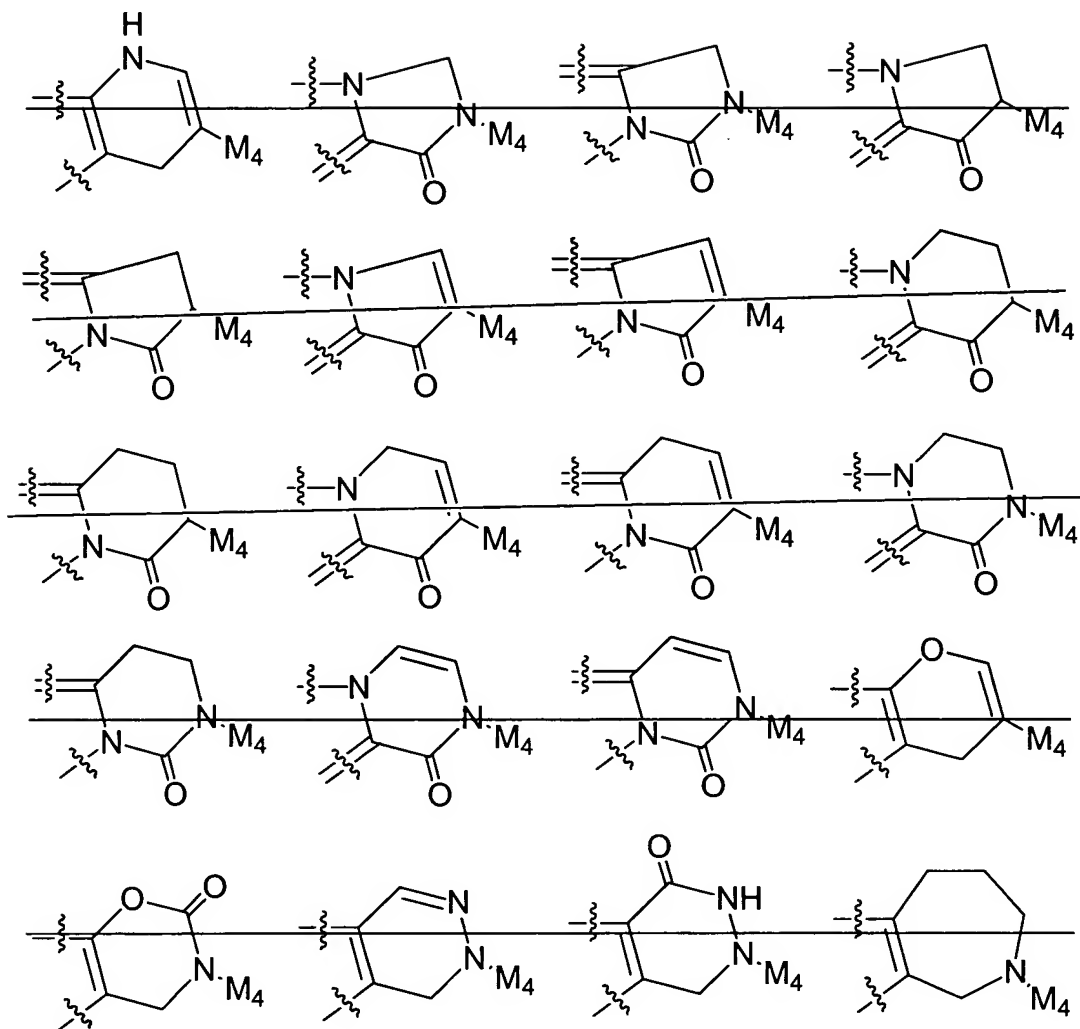
$R^5$ , at each occurrence, is selected from H, =O,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $OR^3$ ,  $CH_2OR^3$ , F, Cl, -CN,  $NO_2$ ,  $NR^3R^{3a}$ ,  $CH_2NR^3R^{3a}$ ,  $C(O)R^3$ ,  $CH_2C(O)R^3$ ,  $C(O)OR^{3c}$ ,  $CH_2C(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $CF_3$ , phenyl substituted with 0-2  $R^6$ , naphthyl substituted with 0-2  $R^6$ , and benzyl substituted with 0-2  $R^6$ ; and

$R^6$ , at each occurrence, is selected from H, OH,  $OR^2$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , -CN,  $NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2b}$ ,  $CH_2C(O)R^{2b}$ ,  $NR^2C(O)R^{2b}$ ,  $SO_2NR^2R^{2a}$ , and  $NR^2SO_2C_{1-4}$  alkyl.

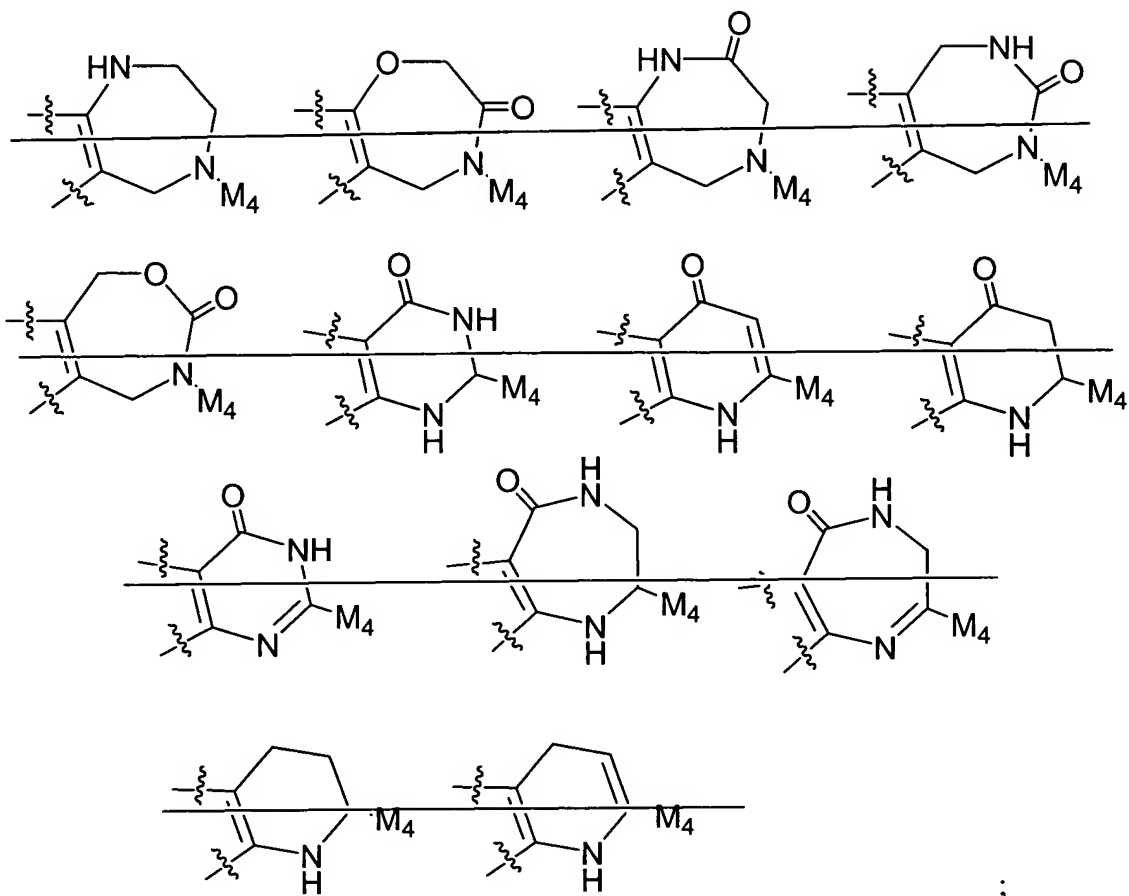
4. (Currently Amended) A compound according to Claim 3, wherein:  
~~ring M is substituted with 0-2  $R^{1a}$  and is selected from the group:~~



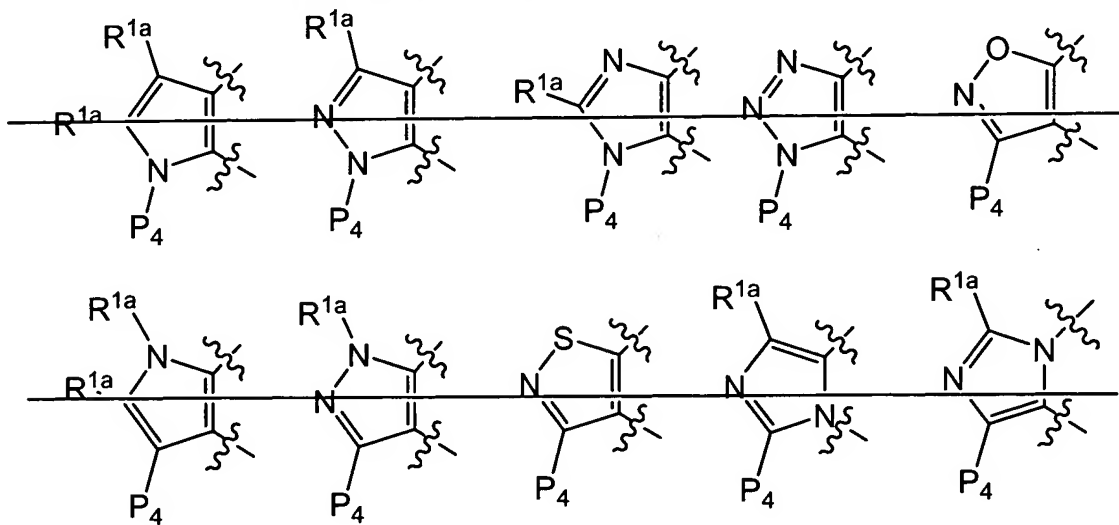


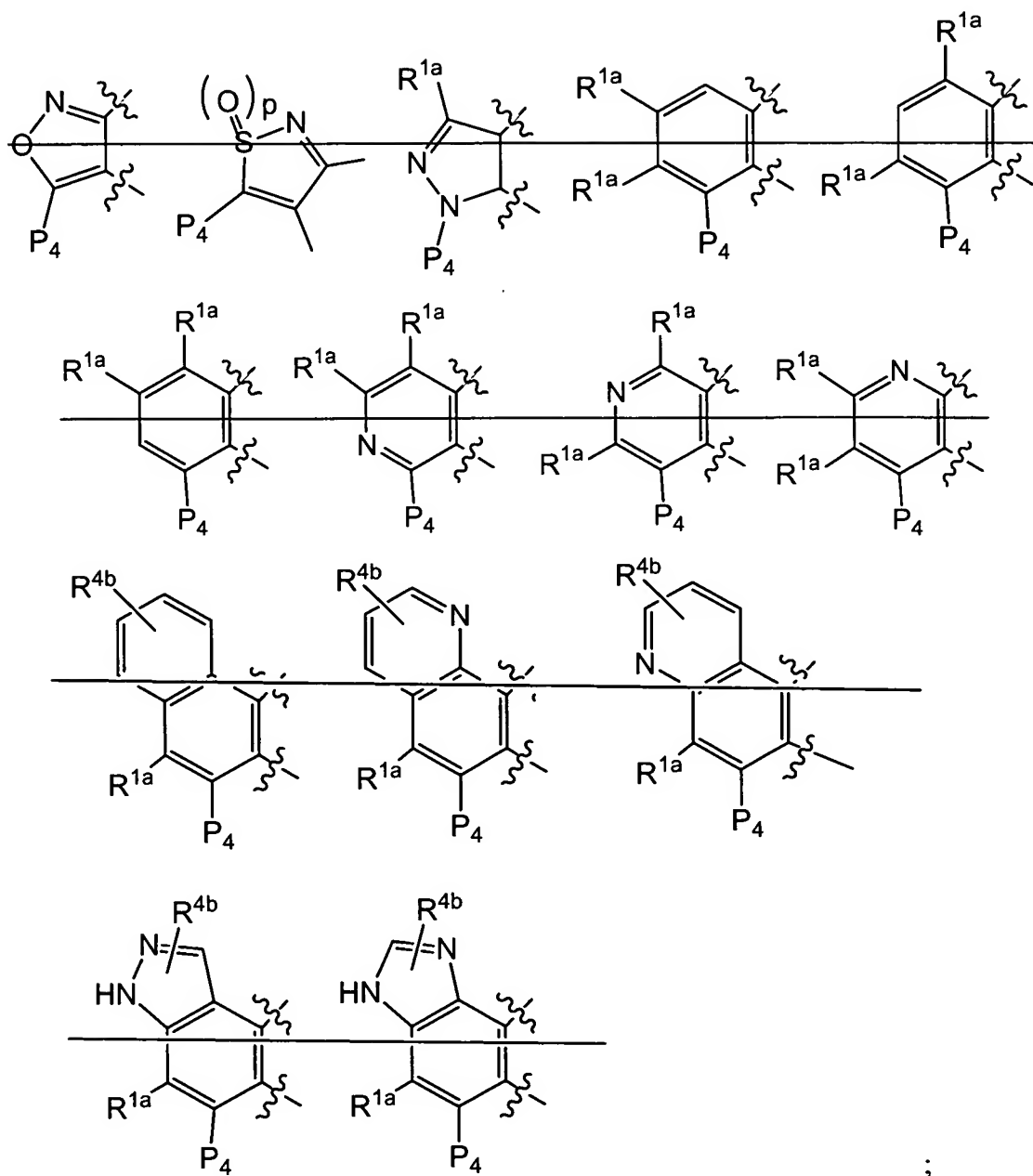






ring P, including P<sub>1</sub>, P<sub>2</sub>, P<sub>3</sub>, and P<sub>4</sub> is selected from group:

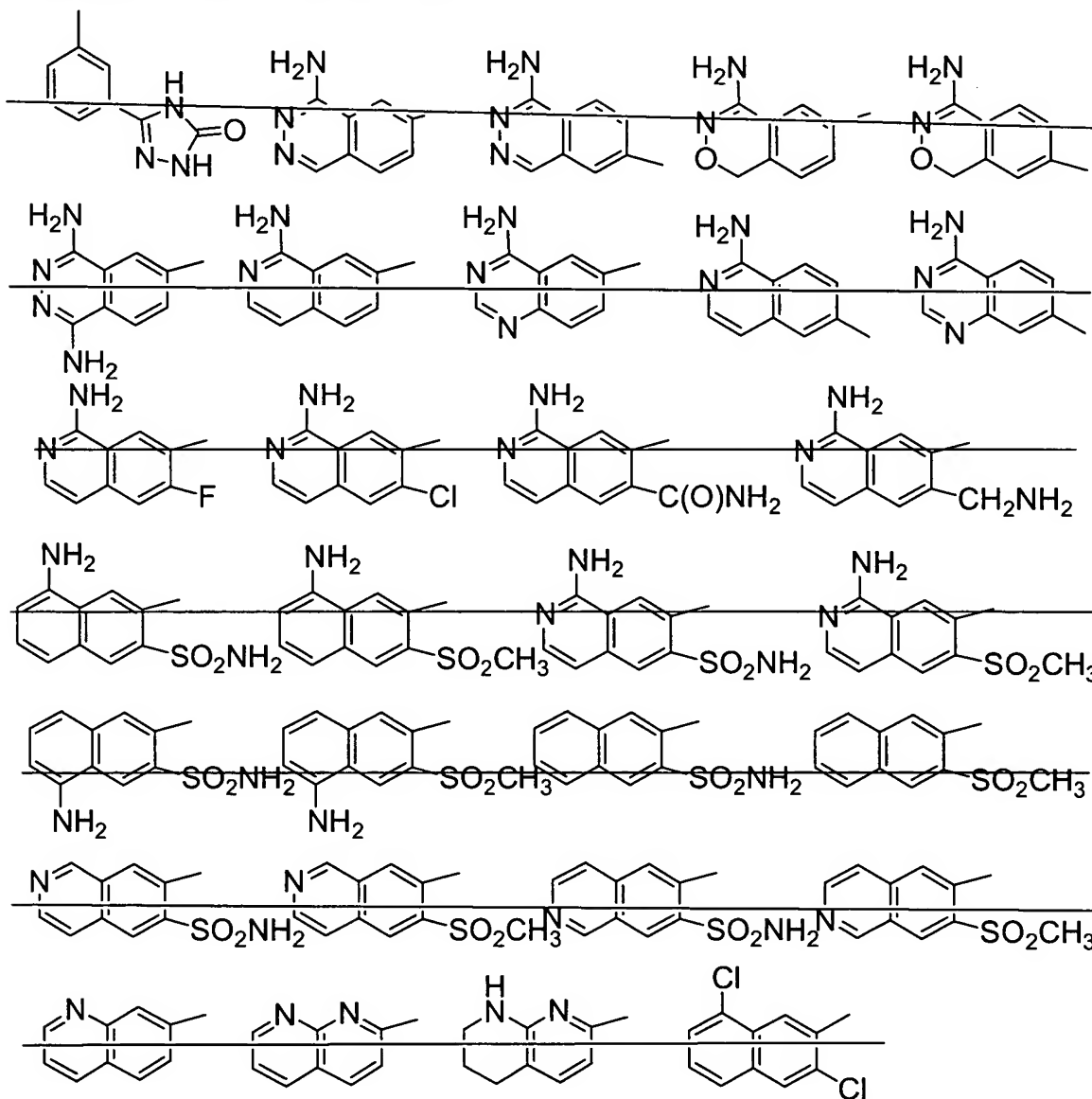


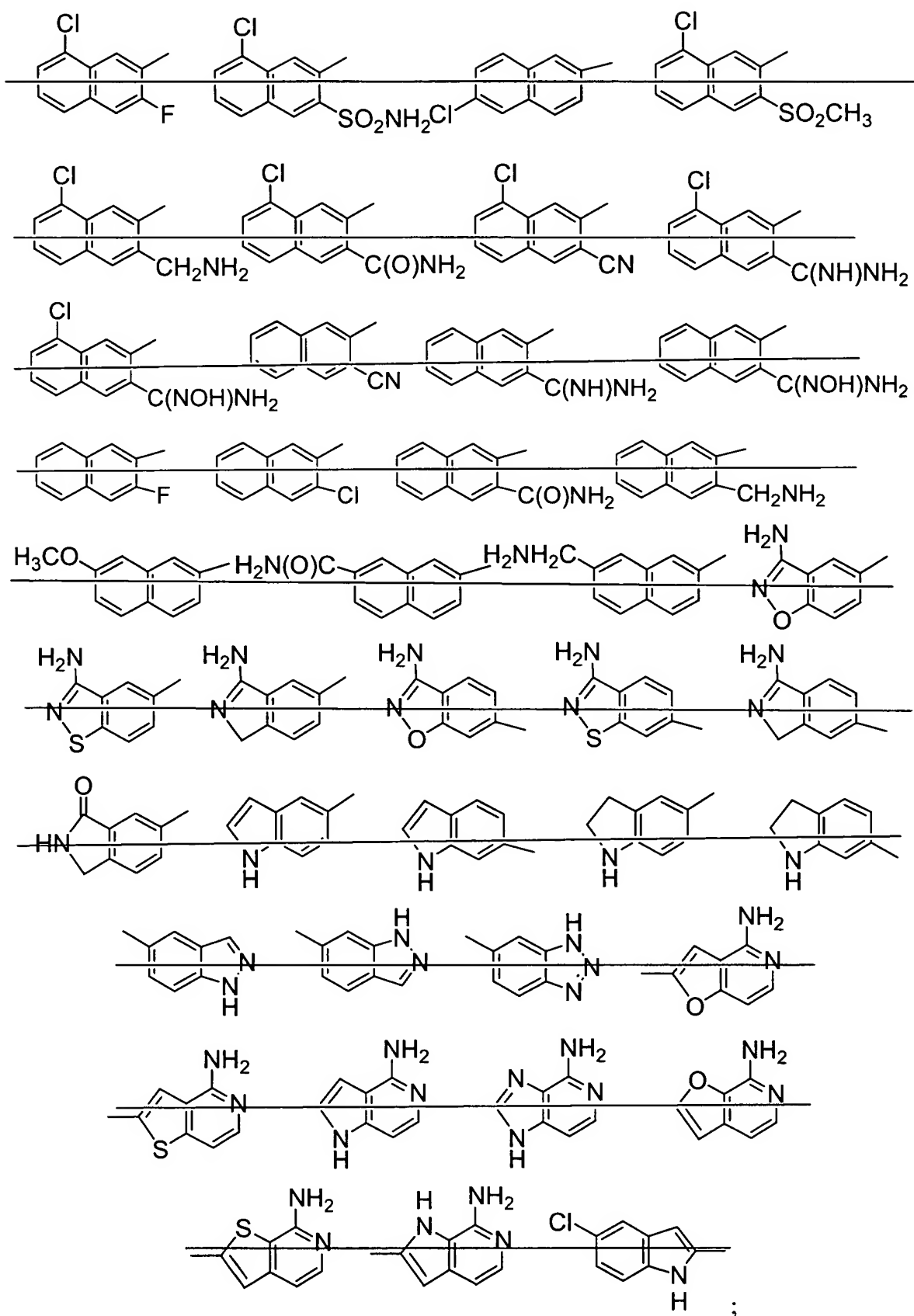


one of P<sub>4</sub> and M<sub>4</sub> is ~~A~~ ~~B~~ and the other ~~G~~;

~~G~~ is selected from the group: 2-amido-4-methoxy-phenyl, 2-amido-phenyl,  
2-aminomethyl-3-fluoro-phenyl, 2-aminomethyl-4-fluoro-phenyl,  
2-aminomethyl-4-methoxy-phenyl, 2-aminomethyl-5-fluoro-phenyl,  
2-aminomethyl-5-methoxy-phenyl, 2-aminomethyl-6-fluoro-phenyl,  
2-aminomethyl-phenyl, 2-amino-pyrid-4-yl, 2-aminosulfonyl-4-methoxy-phenyl,  
2-aminosulfonyl-phenyl, 2-methylsulfonyl-phenyl,  
3-(N,N-dimethylamino)-4-chloro-phenyl, 3-(N,N-dimethylamino)-phenyl,

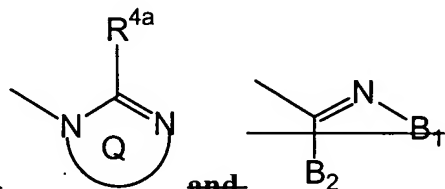
~~3 (N-methylamino) 4-chloro-phenyl, 3 (N-methylamino)-phenyl, 3-amido-phenyl,~~  
~~3-amino 4-chloro-phenyl, 3-aminomethyl-phenyl, 3-amino-phenyl, 3-chloro-phenyl,~~  
~~4 (N,N-dimethylamino) 5-chloro-thien-2-yl, 4 (N-methylamino) 5-chloro-thien-2-yl,~~  
~~4-amino 5-chloro-thien-2-yl, 4-chloro-phenyl, 4-methoxy 2-methylsulfonyl-phenyl,~~  
~~4-methoxy-phenyl, 5 (N,N-dimethylamino) 4-chloro-thien-2-yl,~~  
~~5 (N-methylamino) 4-chloro-thien-2-yl, 5-amino 4-chloro-thien-2-yl,~~  
~~5-chloro-pyrid-2-yl, 5-chloro-thien-2-yl, 6-amino 5-chloro-pyrid-2-yl,~~  
~~6-amino-pyrid-2-yl, 3-midino-phenyl,~~





~~G<sub>1</sub> is absent or is selected from CH<sub>2</sub>, CH<sub>2</sub>CH<sub>2</sub>, CH<sub>2</sub>O, OCH<sub>2</sub>, NH, CH<sub>2</sub>NH, NHCH<sub>2</sub>, CH<sub>2</sub>C(O), C(O)CH<sub>2</sub>, C(O)NH, NHC(O), CH<sub>2</sub>S(O)<sub>2</sub>, S(O)<sub>2</sub>(CH<sub>2</sub>), SO<sub>2</sub>NH, and NHSO<sub>2</sub>, wherein the right side of G<sub>1</sub> is attached to G, provided that G<sub>1</sub> does not form a N-S, NCH<sub>2</sub>N, NCH<sub>2</sub>O, or NCH<sub>2</sub>S bond with either group to which it is attached;~~

~~A is selected from cyclohexyl, phenyl, pyridyl, and pyrimidyl, and is substituted with 0-2 R<sup>4</sup>;~~



B is ~~selected from~~ and ; provided that Z and B are attached to different atoms on A and that the R<sup>4a</sup> shown is other than OH;

ring Q is a 5-6 membered ring consisting of, in addition to the N-CR<sup>4a</sup>=N group shown, carbon atoms and 0-1 heteroatoms selected from N, O, and S(O)<sub>p</sub>, and the ring is substituted with an additional 0-2 R<sup>4a</sup>;

B<sub>1</sub> is selected from SO<sub>2</sub>R<sup>3b</sup> and OR<sup>2</sup>;

B<sub>2</sub> is NR<sup>2</sup>R<sup>2d</sup>;

~~alternatively, NR<sup>2</sup>R<sup>2d</sup> forms a 5-6 membered ring consisting of: carbon atoms and 0-1 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-1 R<sup>4b</sup>;~~

~~alternatively, B<sub>1</sub> and R<sup>2d</sup> combine to form a 5 membered ring consisting of: carbon atoms and 0-1 additional heteroatoms selected from N, O, and S(O)<sub>p</sub>, and this ring is substituted with 0-2 R<sup>4b</sup> and the R<sup>2</sup> group of NR<sup>2</sup>R<sup>2d</sup>, in addition to the groups recited below, can be SO<sub>2</sub>R<sup>3b</sup>;~~

R<sup>1a</sup>, at each occurrence, is selected from H, R<sup>1b</sup>, CH(CH<sub>3</sub>)R<sup>1b</sup>, C(CH<sub>3</sub>)<sub>2</sub>R<sup>1b</sup>, and CH<sub>2</sub>R<sup>1b</sup>, provided that R<sup>1a</sup> forms other than an N-halo, N-S, or N-CN bond;

R<sup>1b</sup> is selected from CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, F, Cl, Br, -CN, CF<sub>3</sub>, OR<sup>2</sup>, NR<sup>2</sup>R<sup>2a</sup>, C(O)R<sup>2b</sup>, CO<sub>2</sub>R<sup>2b</sup>, CO<sub>2</sub>R<sup>2a</sup>, S(O)<sub>p</sub>R<sup>2b</sup>, C(O)NR<sup>2</sup>R<sup>2a</sup>, SO<sub>2</sub>NR<sup>2</sup>R<sup>2a</sup>, NR<sup>2</sup>SO<sub>2</sub>R<sup>2</sup>, and 5-6 membered aromatic heterocycle consisting of carbon atoms and from 1-4 heteroatoms selected from the

group consisting of N, O, and S(O)<sub>p</sub>, and substituted with 0-2 R<sup>4b</sup>, provided that R<sup>1b</sup> forms other than an O-O, N-halo, N-S, or N-CN bond;

R<sup>2</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, phenyl substituted with 0-1 R<sup>4b</sup>, benzyl substituted with 0-1 R<sup>4b</sup>, and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

R<sup>2a</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, benzyl substituted with 0-1 R<sup>4b</sup>, phenyl substituted with 0-1 R<sup>4b</sup>, and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

alternatively, NR<sup>2</sup>R<sup>2a</sup> forms a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-1 R<sup>4b</sup> and consisting of: carbon atoms, the nitrogen atom to which R<sup>2</sup> and R<sup>2a</sup> are attached, and 0-1 additional heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub>;

R<sup>2b</sup>, at each occurrence, is selected from OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, OCH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, OCH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, benzyl substituted with 0-1 R<sup>4b</sup>, phenyl substituted with 0-1 R<sup>4b</sup>, and 5-6 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

R<sup>2c</sup>, at each occurrence, is selected from OH, OCH<sub>3</sub>, OCH<sub>2</sub>CH<sub>3</sub>, OCH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, OCH(CH<sub>3</sub>)<sub>2</sub>, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, benzyl substituted with 0-1 R<sup>4b</sup>, phenyl substituted with 0-1 R<sup>4b</sup>, and 5-6 membered aromatic heterocycle containing from 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

~~R<sup>2d</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, OCH<sub>3</sub>, and benzyl;~~

R<sup>3b</sup>, at each occurrence, is selected from H and CH<sub>3</sub>;

~~$R^4$ , at each occurrence, is selected from OH,  $OR^2$ ,  $CH_2OR^2$ ,  $(CH_2)_2OR^2$ , F, Br, Cl, I,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $(CH_2)_2NR^2R^{2a}$ ,  $CF_3$ , and  $CF_2CF_3$ ;~~

$R^{4a}$ , at each occurrence, is selected from H,  $OR^2$ ,  $CH_2OR^2$ ,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $CH_2CH_2CH_2CH_3$ ,  $CH_2CH(CH_3)_2$ ,  $CH(CH_3)CH_2CH_3$ ,  $C(CH_3)_3$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2c}$ ,  $NR^2C(O)R^{2b}$ ,  $C(O)NR^2R^{2a}$ ,  $SO_2NR^2R^{2a}$ ,  $NR^2SO_2R^5$ , phenyl substituted with 0-1  $R^5$ , and a 5-6 membered heterocycle consisting of: carbon atoms and 1 heteroatom selected from the group consisting of N, O, and  $S(O)_p$  and substituted with 0-1  $R^5$ ;

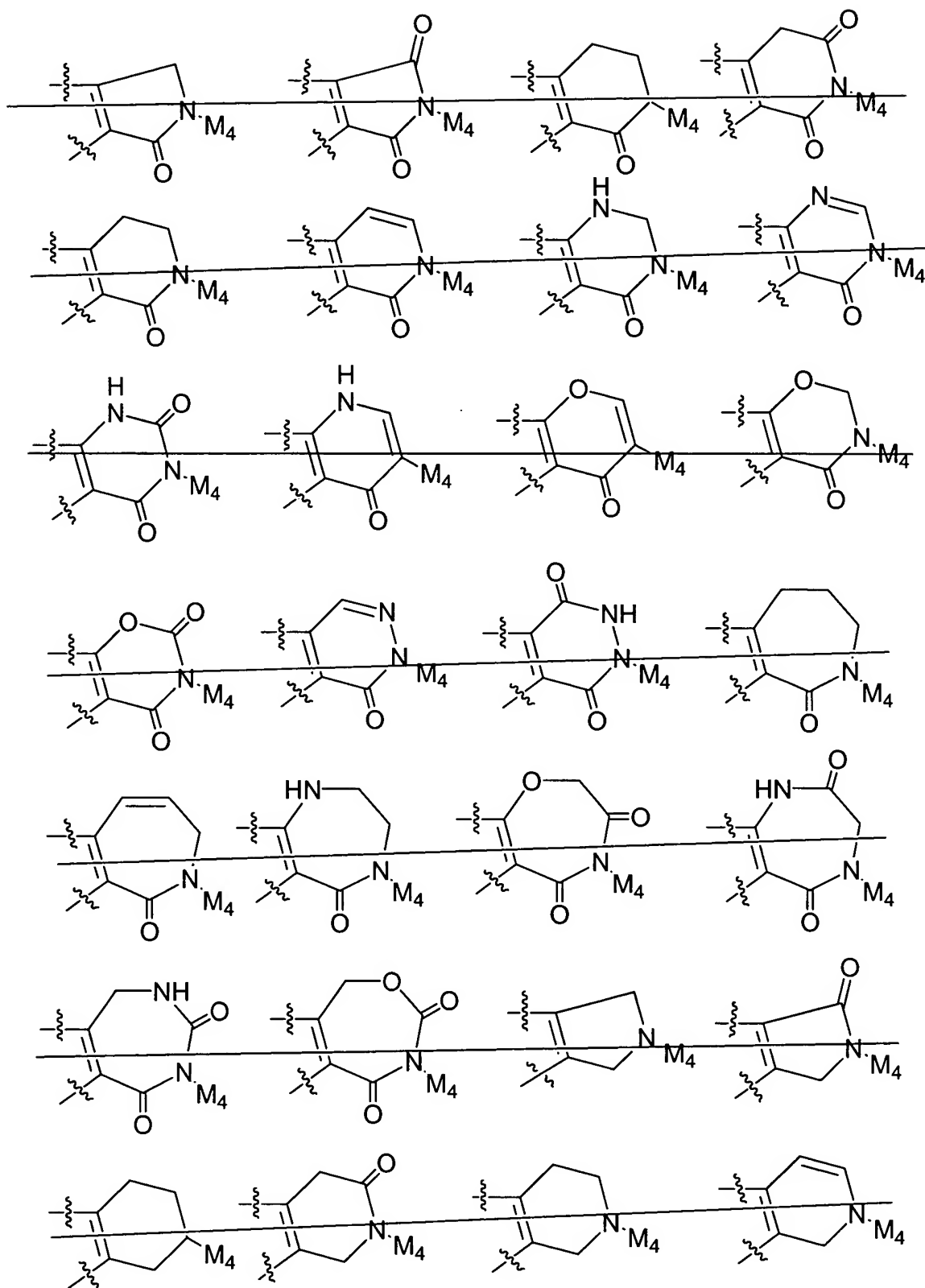
$R^{4b}$ , at each occurrence, is selected from H, =O,  $OR^3$ ,  $CH_2OR^3$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , -CN,  $NO_2$ ,  $NR^3R^{3a}$ ,  $CH_2NR^3R^{3a}$ ,  $C(O)R^3$ ,  $C(O)OR^{3c}$ ,  $NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ ,  $NR^3SO_2-C_{1-4}$  alkyl,  $NR^3SO_2$ -phenyl,  $S(O)_p-C_{1-4}$  alkyl,  $S(O)_p$ -phenyl, and  $CF_3$ ;

$R^5$ , at each occurrence, is selected from H, =O,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ ,  $OR^3$ ,  $NR^3R^{3a}$ ,  $C(O)R^3$ ,  $NR^3C(O)R^{3a}$ ,  $C(O)NR^3R^{3a}$ ,  $SO_2NR^3R^{3a}$ , and phenyl substituted with 0-2  $R^6$ ; and,

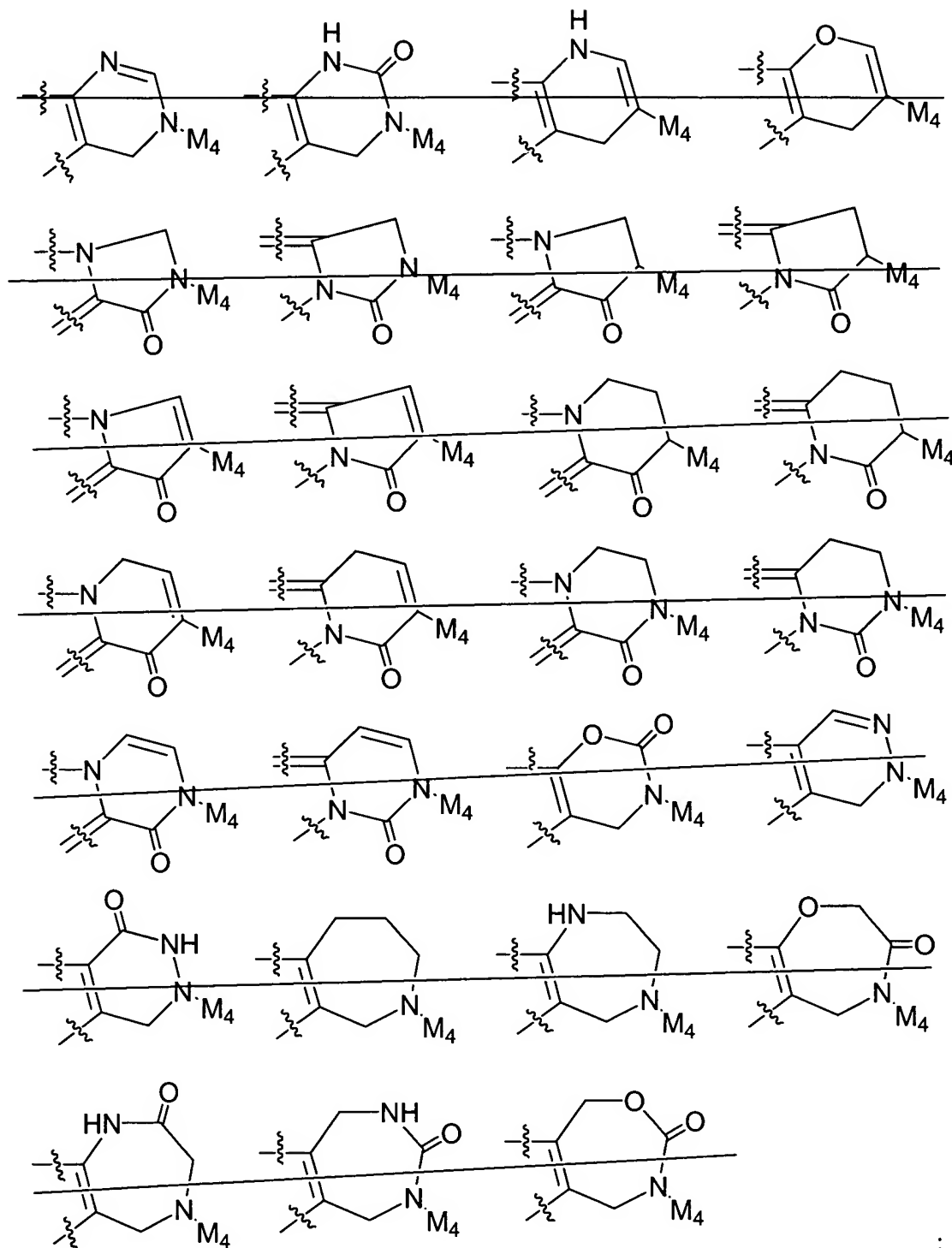
$R^6$ , at each occurrence, is selected from H, OH,  $OR^2$ , F, Cl,  $CH_3$ ,  $CH_2CH_3$ ,  $CH_2CH_2CH_3$ ,  $CH(CH_3)_2$ , -CN,  $NO_2$ ,  $NR^2R^{2a}$ ,  $CH_2NR^2R^{2a}$ ,  $C(O)R^{2b}$ ,  $CH_2C(O)R^{2b}$ ,  $NR^2C(O)R^{2b}$ , and  $SO_2NR^2R^{2a}$ .

5. (Currently Amended) A compound according to Claim 4, wherein:

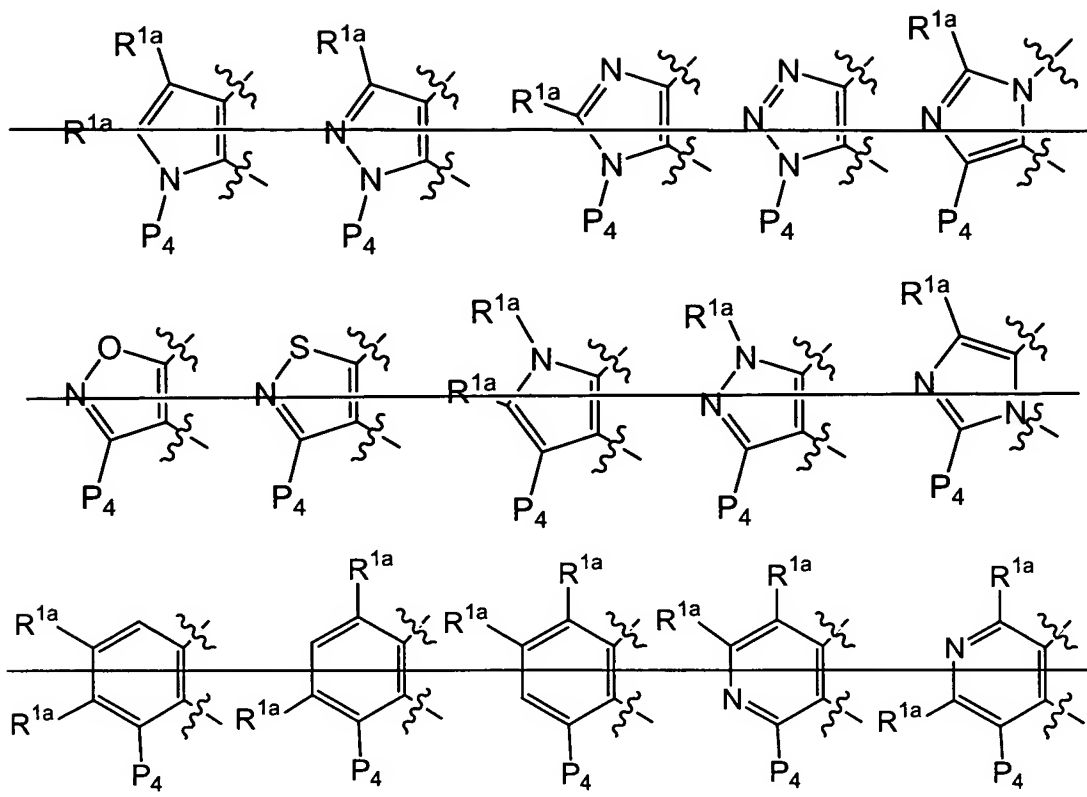
~~ring M is substituted with 0-1  $R^{1a}$  and is selected from the group:~~





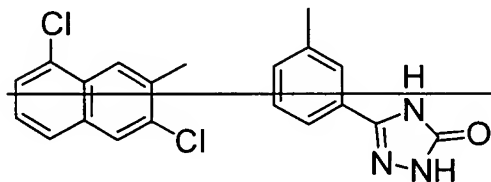


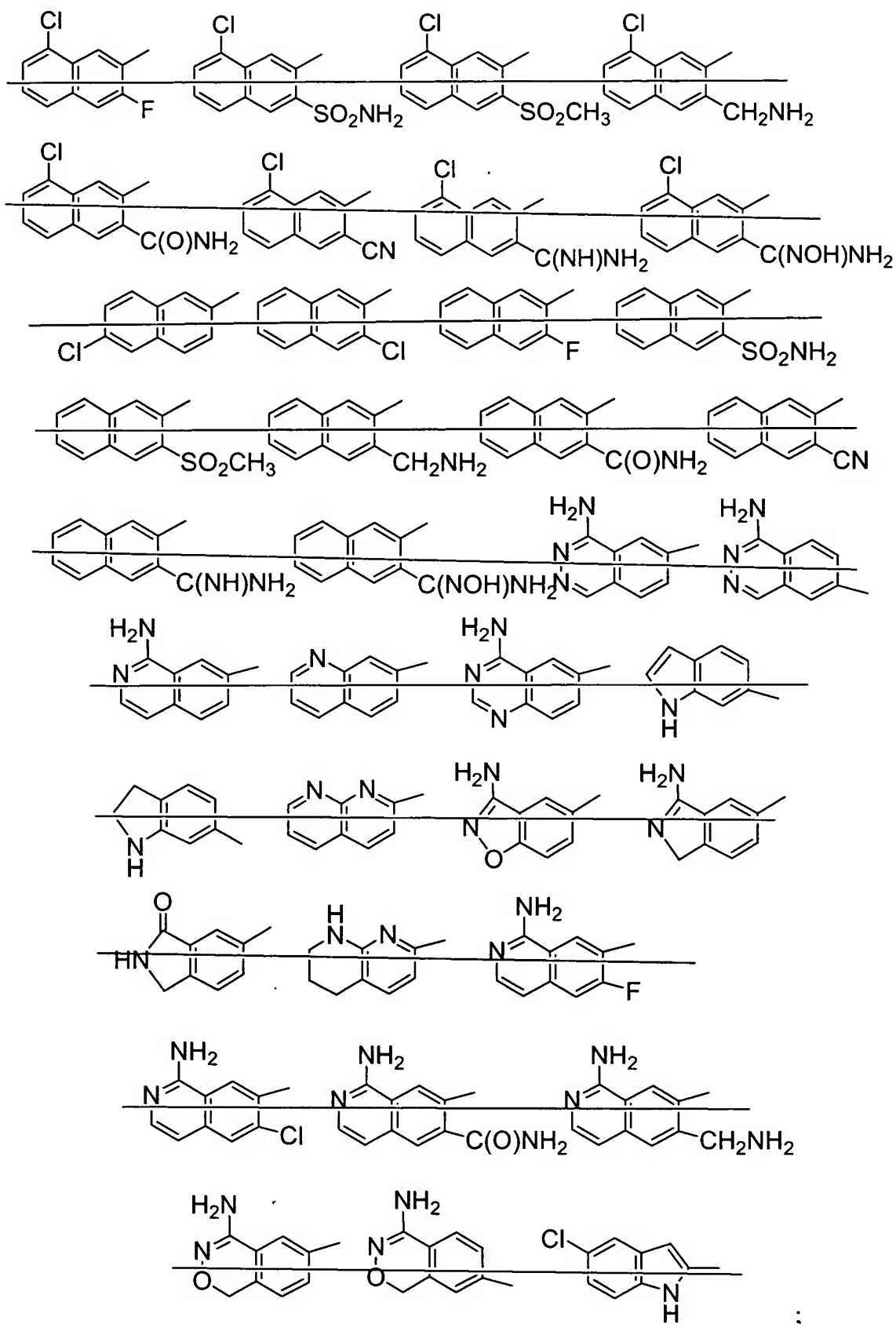
ring P, including  $P_1$ ,  $P_2$ ,  $P_3$ , and  $P_4$  is selected from group:



one of P<sub>4</sub> and M<sub>4</sub> is ~~A-B~~ and the other ~~C~~;

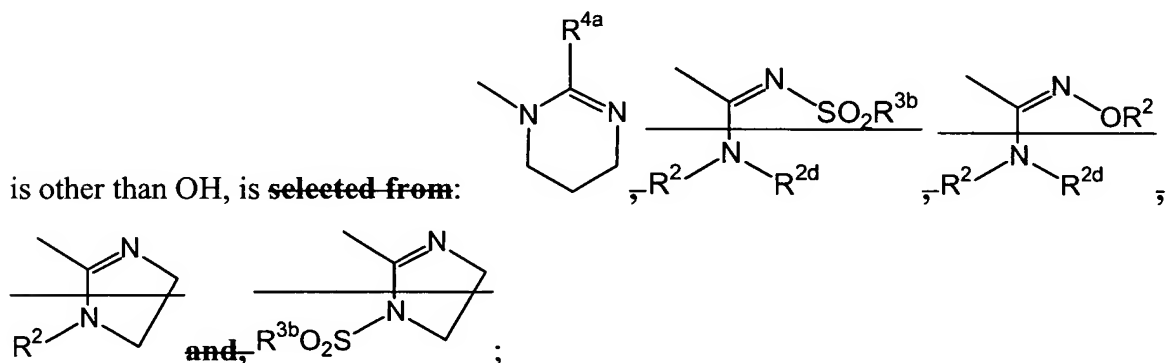
~~C is selected from: 2-amido-4-methoxy-phenyl, 2-amido-phenyl, 2-aminomethyl-3-fluoro-phenyl, 2-aminomethyl-4-fluoro-phenyl, 2-aminomethyl-5-fluoro-phenyl, 2-aminomethyl-6-fluoro-phenyl, 2-aminomethyl-phenyl, 2-amino-pyrid-4-yl, 2-aminosulfonyl-4-methoxy-phenyl, 2-aminosulfonyl-phenyl, 3-amido-phenyl, 3-amino-4-chloro-phenyl, 3-aminomethyl-phenyl, 3-chloro-phenyl, 4-chloro-phenyl, 4-methoxy-phenyl, 5-chloro-pyrid-2-yl, 5-chloro-thien-2-yl, 6-amino-5-chloro-pyrid-2-yl, 6-amino-pyrid-2-yl, 3-midino-phenyl,~~





**A is selected from the group: cyclohexyl, piperidinyl, phenyl, 2-pyridyl, 3-pyridyl, 2-pyrimidyl, 2-Cl-phenyl, 3-Cl-phenyl, 2-F-phenyl, 3-F-phenyl, 2-methylphenyl, 2-aminophenyl, and 2-methoxyphenyl;**

B, provided that Z and B are attached to different atoms on A and that the R<sup>4a</sup> shown



**alternatively, NR<sup>2</sup>R<sup>2d</sup> combine to form a ring selected from morpholine, piperazine, piperidine, and pyrrolidine;**

R<sup>1a</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>F, CH<sub>2</sub>Cl, Br, CH<sub>2</sub>Br, -CN, CH<sub>2</sub>CN, CF<sub>3</sub>, CH<sub>2</sub>CF<sub>3</sub>, OCH<sub>3</sub>, CH<sub>2</sub>OH, C(CH<sub>3</sub>)<sub>2</sub>OH, CH<sub>2</sub>OCH<sub>3</sub>, NH<sub>2</sub>, CH<sub>2</sub>NH<sub>2</sub>, NHCH<sub>3</sub>, CH<sub>2</sub>NHCH<sub>3</sub>, N(CH<sub>3</sub>)<sub>2</sub>, CH<sub>2</sub>N(CH<sub>3</sub>)<sub>2</sub>, CO<sub>2</sub>H, COCH<sub>3</sub>, CO<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CO<sub>2</sub>CH<sub>3</sub>, SCH<sub>3</sub>, CH<sub>2</sub>SCH<sub>3</sub>, S(O)CH<sub>3</sub>, CH<sub>2</sub>S(O)CH<sub>3</sub>, S(O)<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>S(O)<sub>2</sub>CH<sub>3</sub>, C(O)NH<sub>2</sub>, CH<sub>2</sub>C(O)NH<sub>2</sub>, SO<sub>2</sub>NH<sub>2</sub>, CH<sub>2</sub>SO<sub>2</sub>NH<sub>2</sub>, NHSO<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>NHSO<sub>2</sub>CH<sub>3</sub>, pyridin-2-yl, pyridin-3-yl, pyridin-4-yl, pyridin-2-yl-N-oxide, pyridin-3-yl-N-oxide, pyridin-4-yl-N-oxide, imidazol-1-yl, CH<sub>2</sub>-imidazol-1-yl, 4-methyl-oxazol-2-yl, 4-N,N-dimethylaminomethyl-oxazol-2-yl, 1,2,3,4-tetrazol-1-yl, 1,2,3,4-tetrazol-5-yl, CH<sub>2</sub>-1,2,3,4-tetrazol-1-yl, and CH<sub>2</sub>-1,2,3,4-tetrazol-5-yl, provided that R<sup>1a</sup> forms other than an N-halo, N-S, or N-CN bond;

R<sup>2</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, CH<sub>2</sub>CH<sub>3</sub>, CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, CH(CH<sub>3</sub>)<sub>2</sub>, phenyl substituted with 0-1 R<sup>4b</sup>, benzyl substituted with 0-1 R<sup>4b</sup>, and 5 membered aromatic heterocycle consisting of: carbon atoms and 1-4 heteroatoms selected from the group consisting of N, O, and S(O)<sub>p</sub> and substituted with 0-1 R<sup>4b</sup>;

R<sup>2a</sup>, at each occurrence, is selected from H, CH<sub>3</sub>, and CH<sub>2</sub>CH<sub>3</sub>;

alternatively,  $\text{NR}^2\text{R}^{2a}$  forms a 5 or 6 membered saturated, partially saturated, or unsaturated ring substituted with 0-1  $\text{R}^{4b}$  and consisting of: carbon atoms, the nitrogen atom to which  $\text{R}^2$  and  $\text{R}^{2a}$  are attached, and 0-1 additional heteroatoms selected from the group consisting of N, O, and  $\text{S}(\text{O})_p$ ;

$\text{R}^{2b}$ , at each occurrence, is selected from  $\text{OCH}_3$ ,  $\text{OCH}_2\text{CH}_3$ ,  $\text{CH}_3$ , and  $\text{CH}_2\text{CH}_3$ ;

$\text{R}^{2c}$ , at each occurrence, is selected from  $\text{OH}$ ,  $\text{OCH}_3$ ,  $\text{OCH}_2\text{CH}_3$ ,  $\text{CH}_3$ , and  $\text{CH}_2\text{CH}_3$ ;

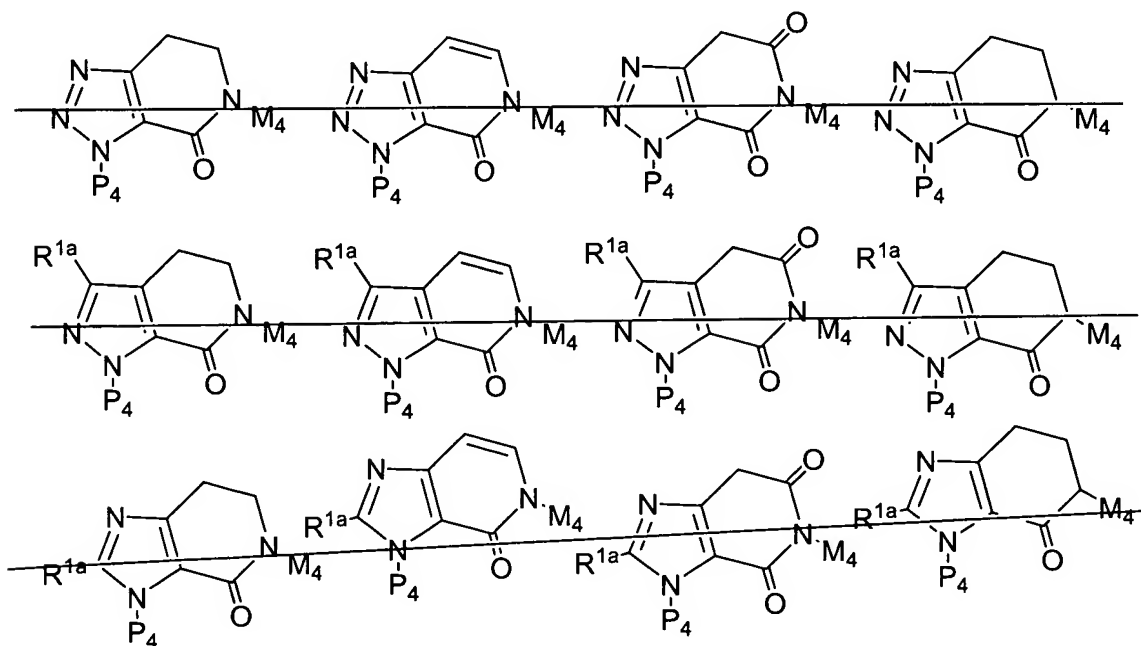
~~$\text{R}^{2d}$ , at each occurrence, is selected from H,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ , and  $\text{OCH}_3$ ;~~

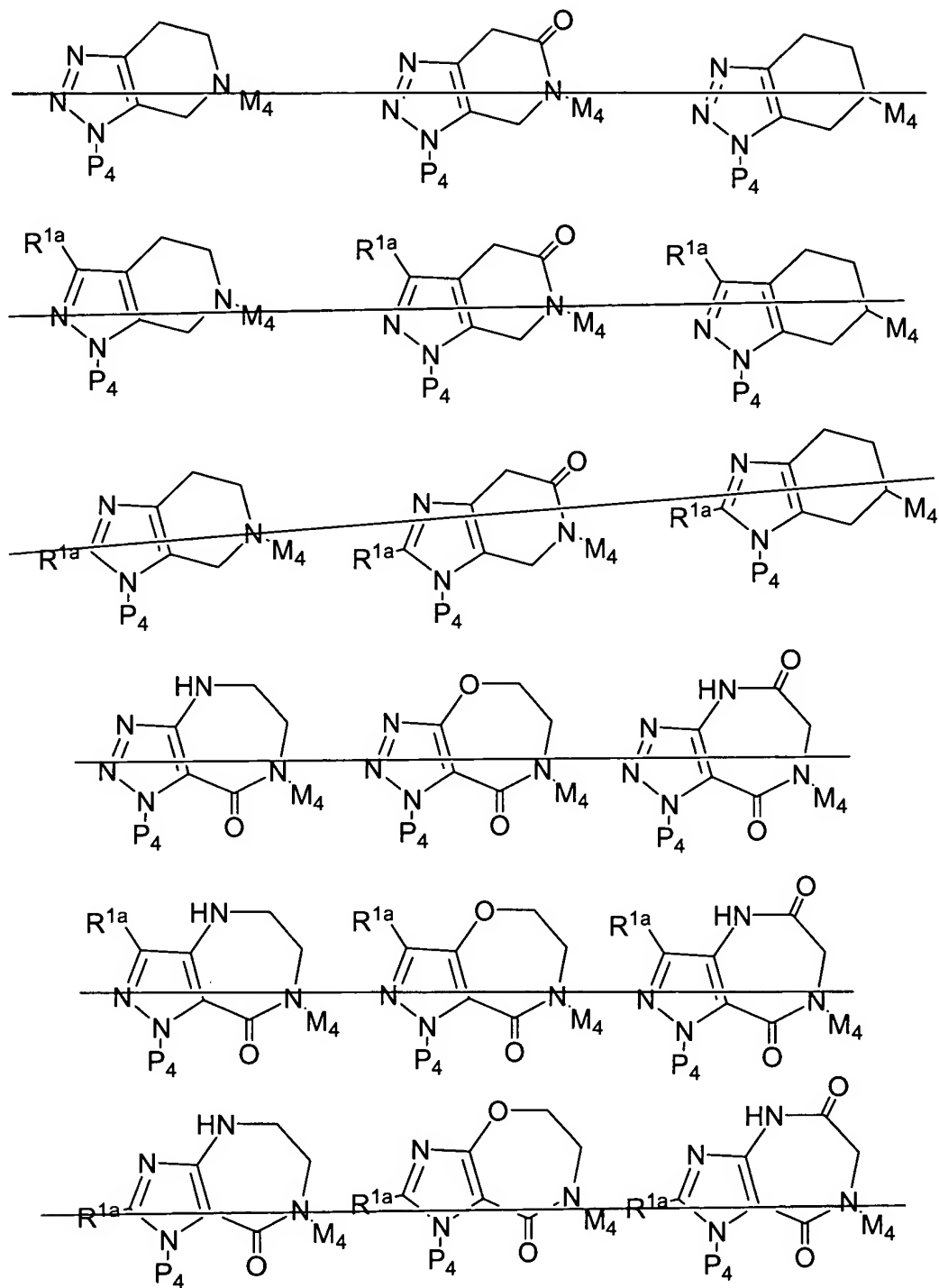
$\text{R}^{4a}$ , at each occurrence, is selected from H,  $\text{OCH}_3$ ,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{CH}_2\text{CH}_2\text{CH}_3$ ,  $\text{CH}(\text{CH}_3)_2$ ,  $\text{NR}^2\text{R}^{2a}$ ,  $\text{NR}^2\text{C}(\text{O})\text{R}^{2b}$ ,  $\text{NR}^2\text{SO}_2\text{R}^5$ , phenyl, 2-oxo-pyrrolidinyl, and 2-oxo-piperidinyl;

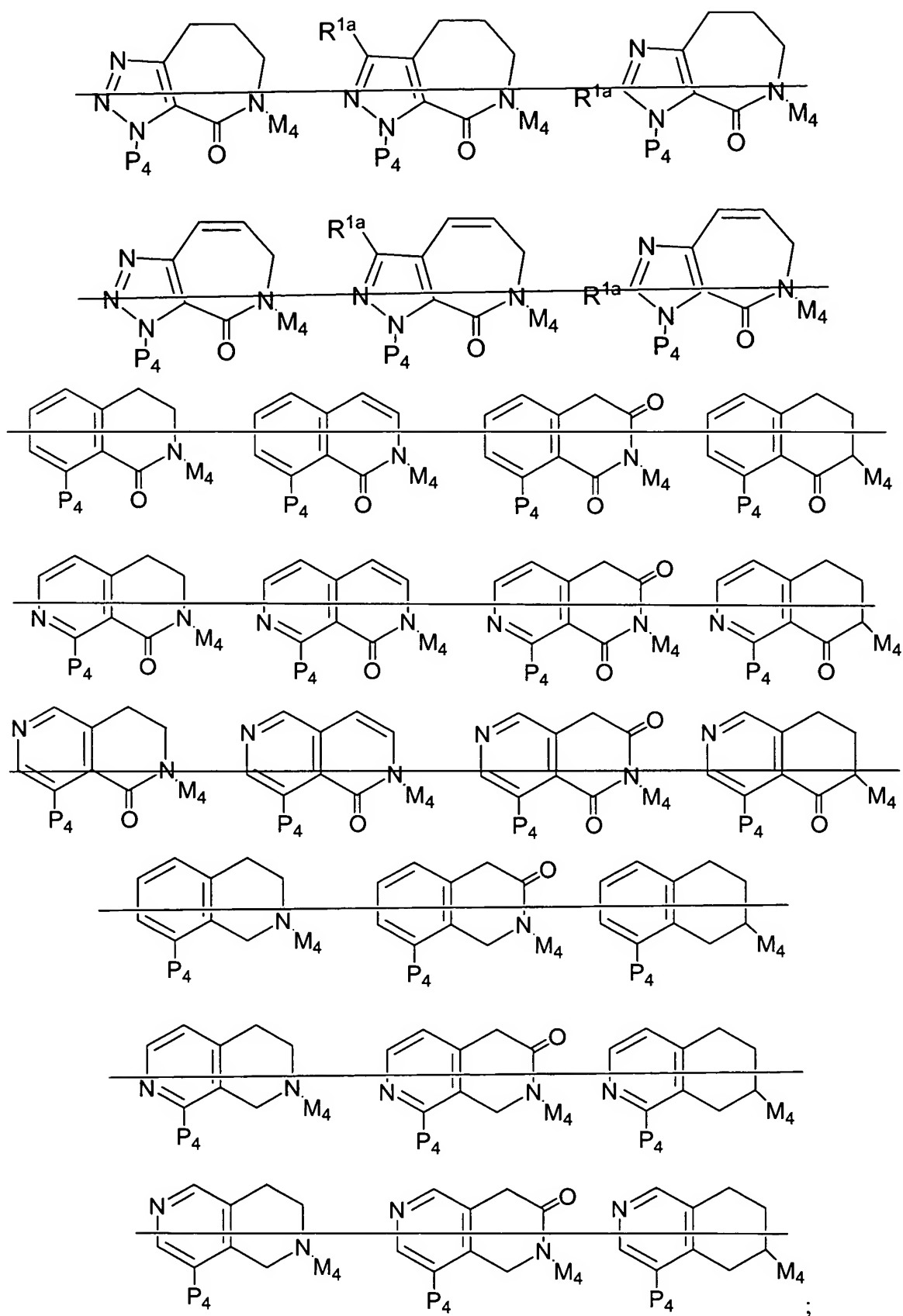
$\text{R}^{4b}$ , at each occurrence, is selected from H,  $=\text{O}$ ,  $\text{OR}^3$ ,  $\text{CH}_2\text{OR}^3$ , F, Cl,  $\text{CH}_3$ ,  $\text{CH}_2\text{CH}_3$ ,  $\text{NR}^3\text{R}^{3a}$ ,  $\text{CH}_2\text{NR}^3\text{R}^{3a}$ ,  $\text{C}(\text{O})\text{R}^3$ ,  $\text{C}(\text{O})\text{OR}^{3c}$ ,  $\text{NR}^3\text{C}(\text{O})\text{R}^{3a}$ ,  $\text{C}(\text{O})\text{NR}^3\text{R}^{3a}$ ,  $\text{SO}_2\text{NR}^3\text{R}^{3a}$ ,  $\text{NR}^3\text{SO}_2$ -phenyl,  $\text{S}(\text{O})_2\text{CH}_3$ ,  $\text{S}(\text{O})_2$ -phenyl, and  $\text{CF}_3$ ; and

$\text{R}^5$ , at each occurrence, is selected from  $\text{CH}_3$  and  $\text{CH}_2\text{CH}_3$ .

6. (Currently Amended) A compound according to Claim 5, wherein ~~the compound is selected from:~~



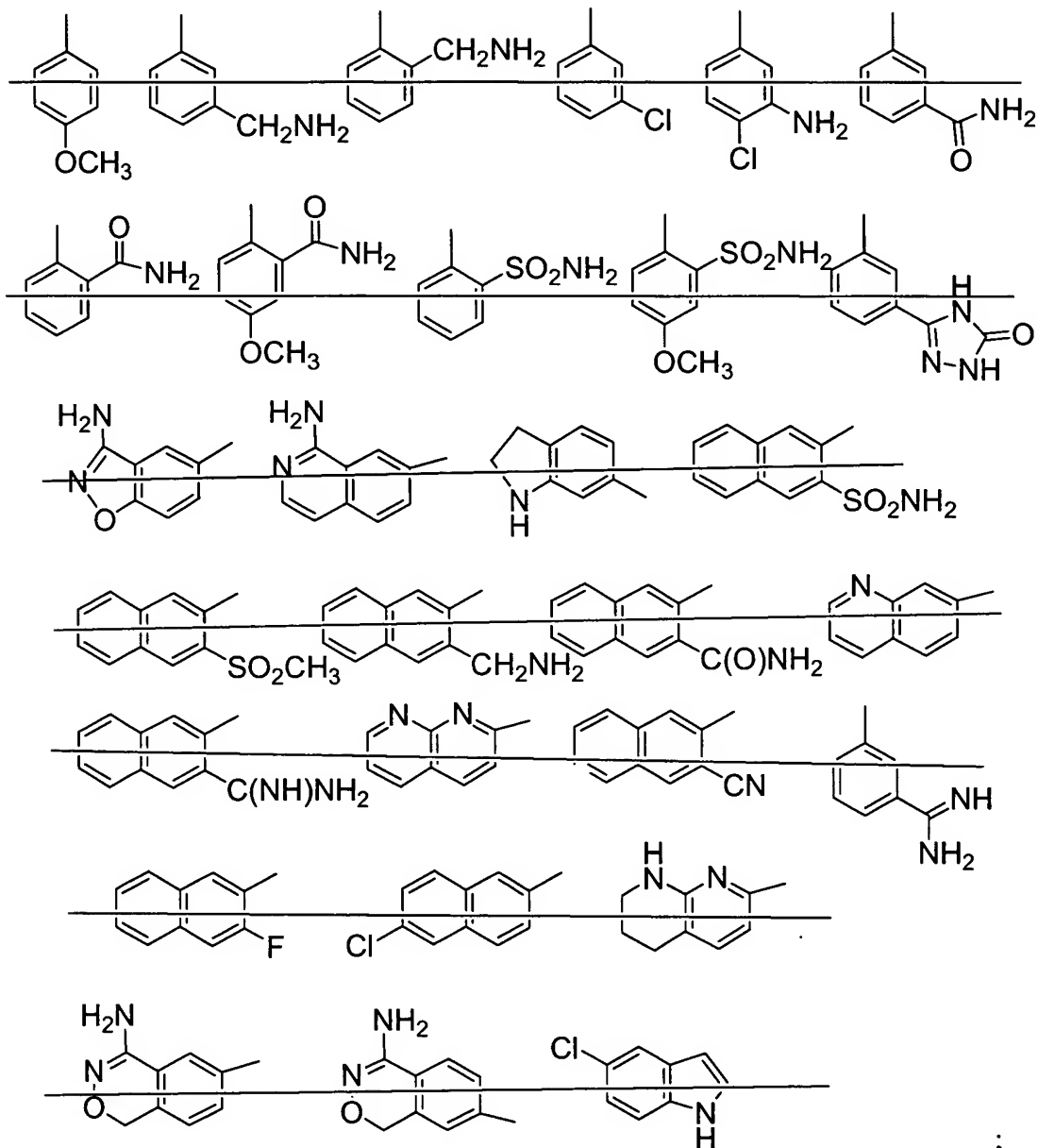




~~P<sub>4</sub> is G;~~

~~M<sub>4</sub> is A-B;~~

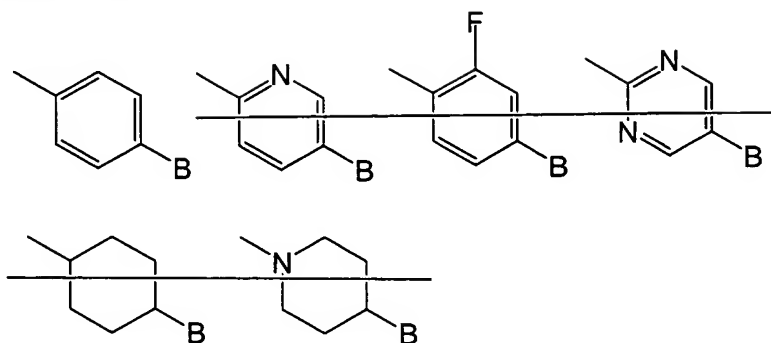
~~G is selected from:~~



;

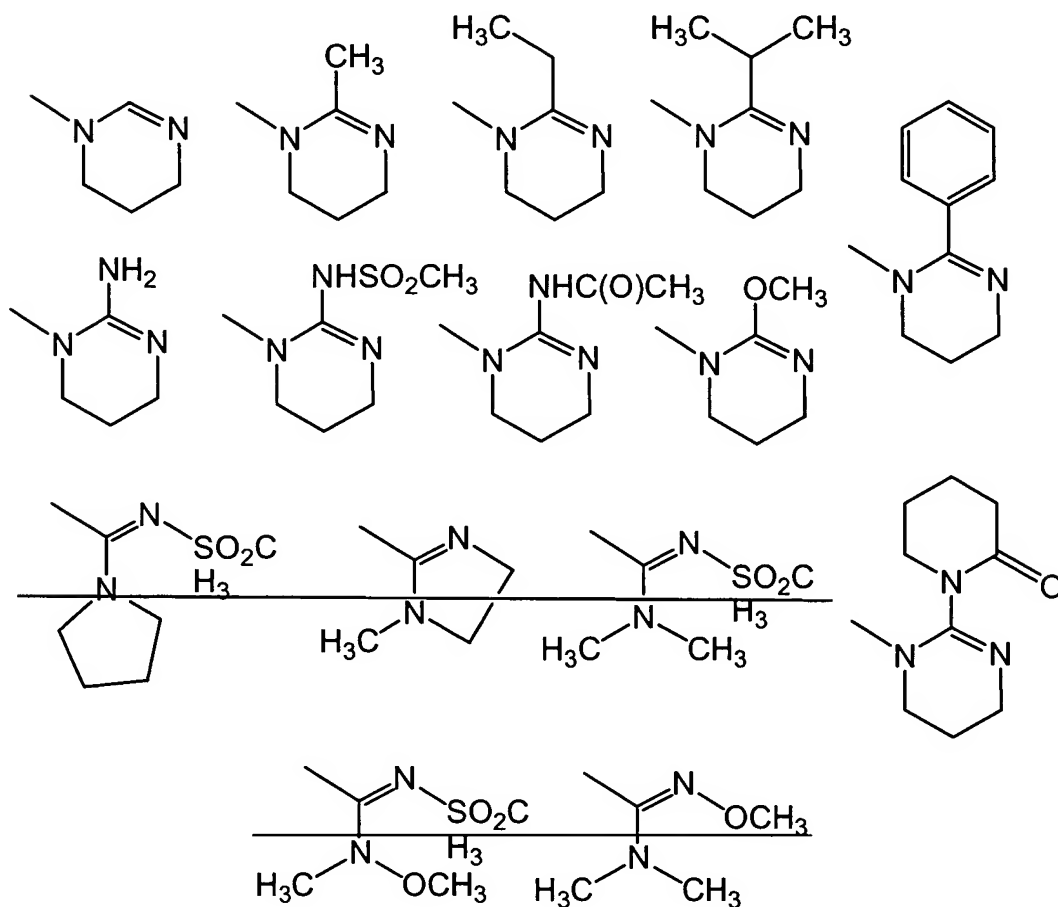


A is ~~selected from:~~

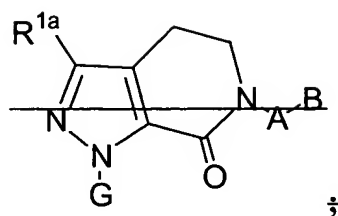


; and

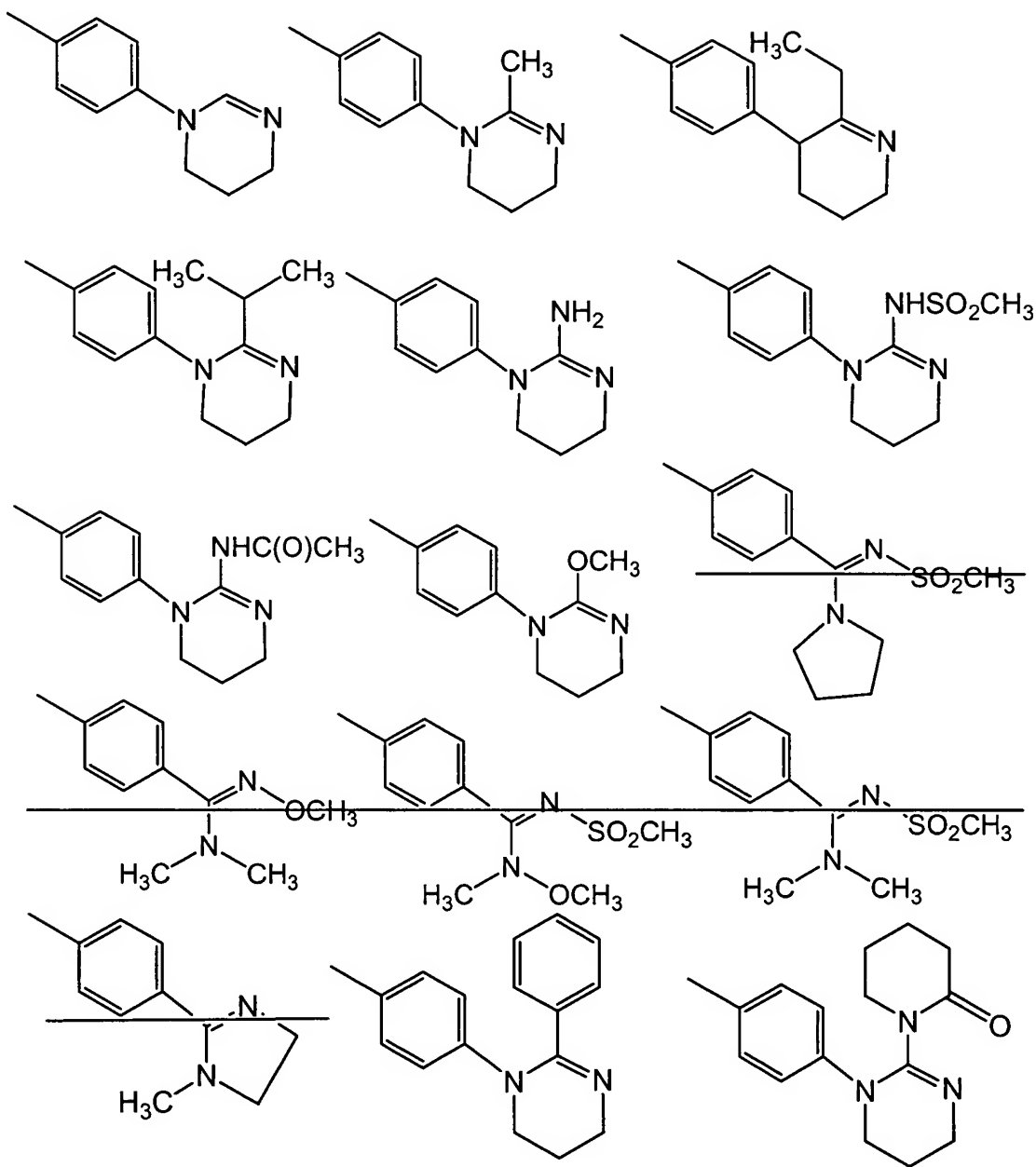
B is selected from:

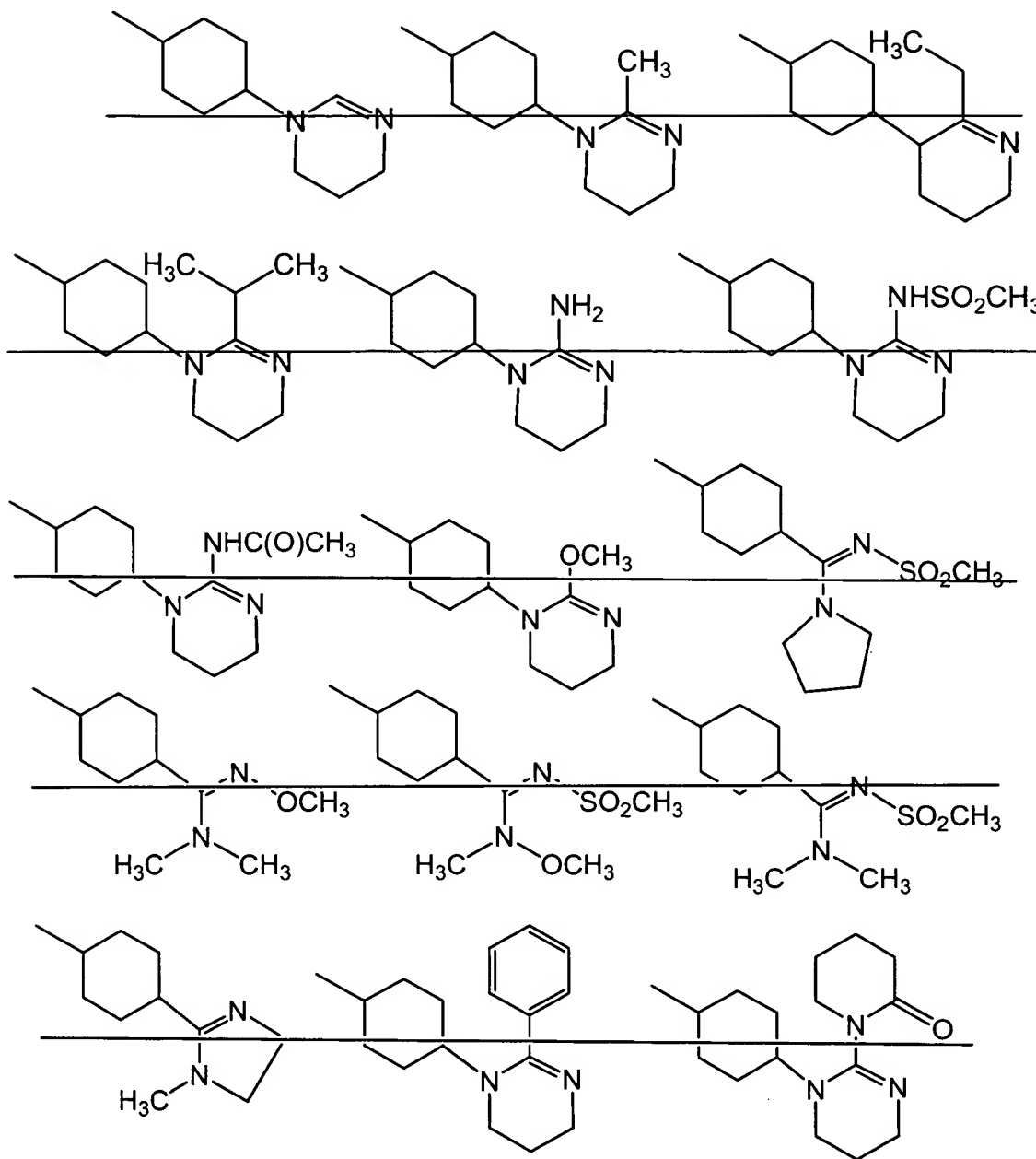


7. (Currently Amended) A compound according to Claim 6, wherein ~~the compound~~  
~~is selected from:~~



A-B is selected from:





8. (Currently Amended) A compound according to Claim 1, wherein the compound is selected from the group:

6-[4-(5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1-(4-methoxy-phenyl)-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

1-(4-methoxy-phenyl)-6-[4-(2-methyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(2-ethyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1-(4-methoxy-phenyl)-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(2-isopropyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1-(4-methoxy-phenyl)-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

1-(4-methoxy-phenyl)-6-[4-(2-phenyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(2-amino-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1-(4-methoxy-phenyl)-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

~~N-({4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylamino-methylene)-methanesulfonamide;~~

~~N-(amino-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylene)-methanesulfonamide;~~

~~N-(dimethylamino-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylene)-methanesulfonamide;~~

~~N-((ethyl-methyl-amino)-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylene)-methanesulfonamide;~~

~~N-({4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-piperidin-1-yl-methylene)-methanesulfonamide;~~

~~N-({4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-morpholin-4-yl-methylene)-methanesulfonamide;~~

~~N-((benzyl-methyl-amino)-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylene)-methanesulfonamide;~~

~~6-[4-(dimethylamino-methanesulfonylimino-methyl)-phenyl]-1-(4-methoxy-phenyl)-7-oxo-4,5,6,7-tetrahydro-1H-pyrazolo[3,4-c]pyridine-3-carboxylic acid amide;~~

~~6-[4-(methanesulfonylimino-pyrrolidin-1-yl-methyl)-phenyl]-1-(4-methoxy-phenyl)-7-oxo-4,5,6,7-tetrahydro-1H-pyrazolo[3,4-c]pyridine-3-carboxylic acid amide;~~

~~N-({4-[3-cyano-1-(4-methoxy-phenyl)-7-oxo-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-dimethylamino-methylene)-methanesulfonamide;~~

~~N-(dimethylamino-{4-[1-(4-methoxy-phenyl)-3-methyl-7-oxo-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylene)-methanesulfonamide;~~

~~N-({4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-pyrrolidin-1-yl-methylene)-methanesulfonamide;~~

~~N-({4-[3-isopropenyl-1-(4-methoxy-phenyl)-7-oxo-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-pyrrolidin-1-yl-methylene)-methanesulfonamide;~~

N-(1-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-1,4,5,6-tetrahydro-pyrimidin-2-yl)-methanesulfonamide;

(1-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-1,4,5,6-tetrahydro-pyrimidin-2-yl)-carbamic acid methyl ester;

N-(1-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-1,4,5,6-tetrahydro-pyrimidin-2-yl)-acetamide;

1-(4-methoxy-phenyl)-6-{4-[2-(2-oxo-piperidin-1-yl)-5,6-dihydro-4H-pyrimidin-1-yl]-phenyl}-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

1-(4-methoxy-phenyl)-6-{4-[2-(2-oxo-pyrrolidin-1-yl)-5,6-dihydro-4H-pyrimidin-1-yl]-phenyl}-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

1-(4-methoxy-phenyl)-6-[4-(2-methyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-cyano-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(2-amino-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1-(4-methoxy-phenyl)-7-oxo-4,5,6,7-tetrahydro-1H-pyrazolo[3,4-c]pyridine-3-carbonitrile;

N-(1-{4-[3-cyano-1-(4-methoxy-phenyl)-7-oxo-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-1,4,5,6-tetrahydro-pyrimidin-2-yl)-methanesulfonamide;

N-(1-{4-[3-cyano-1-(4-methoxy-phenyl)-7-oxo-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-1,4,5,6-tetrahydro-pyrimidin-2-yl)-N-methyl-methanesulfonamide;

N-(1-{4-[3-cyano-1-(4-methoxy-phenyl)-7-oxo-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-1,4,5,6-tetrahydro-pyrimidin-2-yl)-acetamide;

6-[4-(2-methoxy-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1-(4-methoxy-phenyl)-7-oxo-4,5,6,7-tetrahydro-1H-pyrazolo[3,4-c]pyridine-3-carbonitrile;

6-[4-(5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-methanesulfonyl-1-(4-methoxy-phenyl)-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

3-methanesulfonyl-1-(4-methoxy-phenyl)-6-[4-(2-methyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(2-isopropyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-methanesulfonyl-1-(4-methoxy-phenyl)-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

3-methanesulfonyl-1-(4-methoxy-phenyl)-6-[4-(2-phenyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(2-amino-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-methanesulfonyl-1-(4-methoxy-phenyl)-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

3-methanesulfonyl-1-(4-methoxy-phenyl)-6-[4-[2-(2-oxo-piperidin-1-yl)-5,6-dihydro-4H-pyrimidin-1-yl]-phenyl]-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

6-[4-(5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-isopropoxy-1-(4-methoxy-phenyl)-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

3-{6-[4-(2-amino-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-methanesulfonyl-7-oxo-4,5,6,7-tetrahydro-pyrazolo[3,4-c]pyridin-1-yl}-benzamide;

3-{3-methanesulfonyl-6-[4-(2-methyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-7-oxo-4,5,6,7-tetrahydro-pyrazolo[3,4-c]pyridin-1-yl}-benzamide;

1-(3-chloro-phenyl)-6-[4-(2-methyl-5,6-dihydro-4H-pyrimidin-1-yl)-phenyl]-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;

~~N-(diethylamino-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-methylene)-methanesulfonamide;~~

~~1-(4-methoxy-phenyl)-6-[4-(1-methyl-4,5-dihydro-1H-imidazol-2-yl)-phenyl]-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;~~

~~6-[4-(4,5-dihydro-1H-imidazol-2-yl)-phenyl]-1-(4-methoxy-phenyl)-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one;~~

~~6-[4-(1-methanesulfonyl-4,5-dihydro-1H-imidazol-2-yl)-phenyl]-1-(4-methoxy-phenyl)-3-trifluoromethyl-1,4,5,6-tetrahydro-pyrazolo[3,4-c]pyridin-7-one; and~~

~~2-{4-[1-(4-methoxy-phenyl)-7-oxo-3-trifluoromethyl-1,4,5,7-tetrahydro-pyrazolo[3,4-c]pyridin-6-yl]-phenyl}-4,5-dihydro-imidazole-1-carboxylic acid ethyl ester; or a pharmaceutically acceptable salt form thereof.~~

9-16. (Canceled)

17. (Original) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

18. (Withdrawn) A method for treating a thromboembolic disorder, comprising: administering to a patient in need thereof a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

19. (Withdrawn) A method according to Claim 18, wherein the thromboembolic disorder is selected from the group consisting of arterial cardiovascular thromboembolic disorders, venous cardiovascular thromboembolic disorders, and thromboembolic disorders in the chambers of the heart.

20. (Withdrawn) A method according to Claim 18, wherein the thromboembolic disorder is selected from unstable angina, an acute coronary syndrome, first myocardial infarction, recurrent myocardial infarction, ischemic sudden death, transient ischemic attack, stroke, atherosclerosis, peripheral occlusive arterial disease, venous thrombosis, deep vein thrombosis, thrombophlebitis, arterial embolism, coronary arterial thrombosis, cerebral arterial thrombosis, cerebral embolism, kidney embolism, pulmonary embolism, and thrombosis resulting from (a) prosthetic valves or other implants, (b) indwelling catheters, (c) stents, (d) cardiopulmonary bypass, (e) hemodialysis, or (f) other procedures in which blood is exposed to an artificial surface that promotes thrombosis.

21. (Canceled)

22. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 2 or a pharmaceutically acceptable salt form thereof.

23. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 3 or a pharmaceutically acceptable salt form thereof.

24. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 4 or a pharmaceutically acceptable salt form thereof.

25. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 5 or a pharmaceutically acceptable salt form thereof.

26. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 6 or a pharmaceutically acceptable salt form thereof.

27. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 7 or a pharmaceutically acceptable salt form thereof.

28. (New) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 8 or a pharmaceutically acceptable salt form thereof.